

NAJVROW1

1 UNITED STATES DISTRICT COURT
2 SOUTHERN DISTRICT OF NEW YORK

-----x

3 ULKU ROWE,

4 Plaintiff,

5 v.

19 Civ. 8655 (JHR)

6 GOOGLE LLC,

7 Defendant.

Trial

8 -----x

New York, N.Y.
October 19, 2023
8:57 a.m.

10 Before:

11 HON. JENNIFER H. REARDEN,

12 District Judge
13 -and a jury-

14 APPEARANCES

15 OUTTEN & GOLDEN, LLP
Attorneys for Plaintiff
16 BY: CARA E. GREENE
GREGORY S. CHIARELLO
17 SHIRA Z. GELFAND

18 PAUL HASTINGS LLP
Attorneys for Defendant
19 BY: KENNETH W. GAGE
SARA B. TOMEZSKO

20 Also Present: Vincent Yang, Paralegal (Outten & Golden)
21 Andrew Velazquez, Google Rep.
22 Jean Gutierrez, Paralegal (Paul Hastings)

NAJVR0W1

1 (Trial resumed; jury not present)

2 THE COURT: Good morning. Please be seated.

3 I just want to tackle a couple of housekeeping items
4 and then I'll rule on the discovery issue.

5 So we have jurors asking for help with employers
6 wanting letters. We have a juror who has travel plans next
7 week. We're starting to have juror issues. I'm just letting
8 you know.

9 Somebody mentioned yesterday wanting to do a summation
10 of an hour and 15 minutes or something like that. To me, in
11 this case, that seems long. It's your case, but I think the
12 most important thing is to get the case to the jury as quickly
13 as possible tomorrow so that they have sufficient time to
14 deliberate and hopefully reach a verdict tomorrow.

15 Ms. Williams, are you going to be discussing with them
16 that they will have lunch served tomorrow?

17 THE DEPUTY CLERK: Yeah.

18 THE COURT: Okay. I think yesterday I started talking
19 about developing a list of exhibits for the jury. I think it
20 should be -- it will be an agreed list by number of admitted
21 exhibits and a neutral description of each, you know, A's email
22 to B dated C., and a witness list. And then my idea will be
23 we'll give a witness list and an exhibit list and a full set of
24 charges to each juror as a care package on their way into the
25 jury room.

NAJVR0W1

1 Stipulations of fact. Have we had two of those or
2 just one?

3 MR. GAGE: I think it's just the one you read
4 yesterday, your Honor.

5 THE COURT: Okay. I would give that to the jury,
6 unless you prefer not to. But you can let me know.

7 MR. GAGE: Our view is that it's -- sorry for not
8 standing, Judge.

9 THE COURT: That's all right.

10 MR. GAGE: Is that you read it into the record. It's
11 no different than testimony that's in the record.

12 THE COURT: Right. So if they want it, they could ask
13 for that. All right.

14 All right. I'm now going to rule on plaintiff's
15 application to compel the supplemental production of any
16 additional status reports relating to the VP financial services
17 sales position beyond the four reports that have already been
18 admitted into evidence, that is, D-74, D-76, D-77, and D-78.

19 Defendant produced D-74, 76, 77, and 78 on November
20 11th, 2022, nearly one year ago. Plaintiff was well aware of
21 those documents. Indeed, on November 21st, 2022, she moved *in*
22 *limine* to exclude all evidence concerning consideration of
23 candidates for the vice president financial services role other
24 than Ms. Rowe, including D-74, 76, 77, and 78. See ECF No. 42.

25 Plaintiff now suggests that documents may be missing

NAJVR0W1

1 because the conversation in which Mr. Vardaman told Ms. Rowe
2 that she "wasn't going to be considered because she wasn't a
3 good fit," occurred within just one week of February 21st,
4 2020, when the latest of the four status reports, D-74, was
5 created. Plaintiff also contrasts Mr. Vardaman's deposition
6 testimony that he did not create updates for Ms. Kliphouse
7 related to the FSVL role, and that whatever he may have created
8 was "much more *ad hoc*" with his trial testimony that he created
9 these status reports and updated them continuously to keep
10 track of the VP financial services sales search in preparation
11 for his meetings with Ms. Kliphouse.

12 However, the temporal relationship between D-74, 76,
13 77, and 78, all of which were created between late January and
14 February 21, 2020, and Ms. Rowe's and Mr. Vardaman's
15 conversation in late February 2020, is not new information.
16 Accordingly, the Court fails to see why plaintiff waited until
17 trial to raise this issue, let alone why she delayed four days
18 after Mr. Vardaman had testified. Plaintiff's application is
19 therefore denied.

20 Are we ready to bring the jury in?

21 Is the witness ready?

22 MR. GAGE: He's just out in the hall, but yes.

23 THE COURT: We weren't going to start till 9:15, but
24 we might as well start now, right?

25 MR. GAGE: It's fine by us, your Honor.

NAJVR0W1

Humez - Direct

1 THE COURT: Okay. Let's get the witness and then,
2 Ms. Williams, you could bring the jury in.

3 (Jury present)

4 THE COURT: Good morning. Please be seated.

5 Mr. Humez, I remind you that you are still under oath.

6 MR. GAGE: May I proceed, your Honor?

7 THE COURT: You may.

8 CHRIS HUMEZ,

9 called as a witness by the Defendant,

10 having been previously duly sworn, testified as follows:

11 DIRECT EXAMINATION (continued)

12 BY MR. GAGE:

13 Q. Good morning, Mr. Humez.

14 A. Good morning.

15 Q. Yesterday we talked a bit about your preparation of
16 Ms. Rowe's starting pay package. Do you remember that?

17 A. Yes.

18 Q. Did you also prepare starting pay packages for the other
19 technical directors in OCTO who were hired in 2017/2018?

20 A. I did, yes.

21 Q. And did you use exactly the same approach to preparing
22 those packets and offers that you've used for Ms. Rowe's?

23 A. Yes, same process.

24 Q. Now, were all of the other technical director starting pay
25 packages as high relative to the market reference point as

NAJVR0W1

Humez - Direct

1 Ms. Rowe's?

2 A. No, they were not.

3 Q. Were they lower?

4 A. They were -- yeah, they were lower, much lower in some
5 cases.

6 Q. And again, to the best of your recollection, what was
7 Ms. Rowe's relative to the market reference point?

8 A. My recollection is that it was 98 percent of the MRP, or
9 market reference point, which is quite high.

10 Q. Now, Mr. Humez, if -- at Google, if an employee moves into
11 a different job code, does Google pay them for the job they are
12 now performing in the new job code or the job they used to
13 perform?

14 A. It's based on the job that you're performing during that
15 year, yeah.

16 Q. Okay. There's been a lot of testimony about Level 8/Level
17 9 technical directors. Do Level 9 technical directors in the
18 office of the CTO always make more than Level 8 technical
19 directors?

20 A. No, not in all cases.

21 Q. Does it depend upon how they perform against expectations?

22 A. Yeah. Our pay philosophy centers around pay for
23 performance.

24 Q. Now, before we finished yesterday, you described the annual
25 compensation review process. Now, after managers rate employee

NAJVR0W1

Humez - Direct

1 performance and those ratings that they do are put into the
2 system, what happens next?

3 A. In terms of the annual pay process?

4 Q. In terms of the process, exactly.

5 A. So for each element of compensation, we'll use a standard
6 calculation to arrive at a modeled amount. So to take the
7 bonus, for example, it would be their on-target bonus, which is
8 the base salary, times 30 percent, in the case of a Level 8.
9 There would be a multiplier that's attached to each performance
10 rating that they received throughout the past year. And that
11 would essentially be the modeled amount for a bonus, to use an
12 example.

13 Then, as we go through the comp planning process, we
14 allocate a portion of the budget for discretionary adjustments
15 by managers. So they can take into account things that just
16 can't really be baked into a performance rating. So maybe it's
17 the trajectory of their performance throughout the year being
18 higher or lower or other things that really can't be, you know,
19 into kind of like a -- just a distinct performance rating. So
20 they can make adjustments based on all of those things.

21 Q. I'd like to show you and ladies and gentlemen of the jury a
22 document that the jury has already seen, it's P-113. And once
23 this pops up, you'll see there's a lot of information in it.
24 Files with some data.

25 And this reflects, as you can see, data regarding

NAJVR0W1

Humez - Direct

1 particular employees.

2 MR. GAGE: And if you could just stop for a second,
3 Jean, as you're going across.

4 Q. Do you see the column headings, Mr. Humez?

5 A. I do.

6 Q. Okay. And if you look at column AA, what would that data
7 reflect?

8 A. That would reflect in the calculation that I mentioned the
9 kind of algorithmic or modeled amount that factors in their
10 performance ratings.

11 Q. Okay. And is that calculated without regard to whether
12 someone is a man or a woman?

13 A. That's correct.

14 Q. Now, if we could go over to the right to proposed salary.

15 What does the proposed salary field reflect?

16 A. That reflects the final salary planned amount. So it would
17 be the model amount factoring in any discretionary adjustments
18 from the manager or the management chain.

19 Q. Okay.

20 MR. GAGE: Jean, you can take this down.

21 Q. Now, once Google finalizes its compensation decisions, how
22 does the company notify employees of their pay for the upcoming
23 year?

24 A. At Google we have a tool that's connected to gComp, which
25 is our comp planning tool, and it's called Prosper. So it's a

NAJVR0W1

Humez - Direct

1 tool that releases the compensation letters to employees. And
2 managers would use that tool to release the letter and then
3 have the conversation explaining the award to them.

4 Q. And are those colloquially referred to at Google as the
5 prosper letters?

6 A. The prosper letters, yeah.

7 MR. GAGE: Your Honor, if I may, I'd just like to move
8 the stand over here.

9 THE COURT: Any objection?

10 MS. GREENE: I'm not sure for what purpose, but no
11 objection at the moment.

12 MR. GAGE: I am going to just write some information
13 as the witness is testifying on here from his testimony and
14 from some exhibits, your Honor.

15 THE COURT: Okay. I'm looking at Ms. Greene. Do you
16 want to wait to see what he writes?

17 MS. GREENE: Yes. I mean, to the extent it's a
18 demonstrative, it's not the right time. But it will depend.

19 MR. GAGE: I'd like to show the witness Exhibit P-134.
20 And Jean, if we could go to the December 2017 prosper
21 letter. Sorry, your Honor, some technical issues.

22 Got it, Jean? We have a hard copy?

23 This is P-134. May I hand it up to the witness, your
24 Honor?

25 THE COURT: You may.

NAJVR01

Humez - Direct

1 BY MR. GAGE:

2 Q. Now, Mr. Humez, is the first page of P-134 -- first and
3 second pages of this document, is this a December 2017 prosper
4 letter for Ms. Rowe?

5 A. Yes, it is.

6 Q. And what does that say her 2018 total compensation award
7 was?

8 A. The total was 471,000.

9 Q. \$471,000.

10 And what was in her December 2020 prosper letter, what
11 was her total award?

12 A. It was 786,000.

13 Q. I'm sorry, you said seven --

14 A. 786.

15 Q. 786.

16 And her December 2021 prosper letter, what was the
17 amount?

18 A. It was 870,000.

19 Q. And her March 2023, what was the amount?

20 A. It was 940,667.

21 Q. 940,000?

22 A. Yes.

23 Q. Okay.

24 MS. GREENE: Your Honor, may we have a sidebar with
25 respect to the document?

NAJVR0W1

Humez - Direct

1 THE COURT: Yes.

2 (At sidebar)

3 THE COURT: Go ahead, Ms. Greene.

4 MS. GREENE: This is the first time we've received any
5 notice of Mr. Gage's intent to do this. It's functioning as a
6 demonstrative. We had an agreement that demonstratives would
7 be exchanged in advance. He certainly could have included this
8 information on a demonstrative that he provided. He did not.
9 This would be fair game in closing arguments. But for the time
10 being, under these circumstances, it's not appropriate and is
11 contrary to the parties' agreement.

12 MR. GAGE: Your Honor, it's not a demonstrative. I
13 had plenty of trials where I've had the witness write the
14 numbers. I could ask Mr. Humez to write the numbers as he
15 testifies so the jury can see it. It's not a demonstrative
16 exhibit.

17 MS. GREENE: The documents themselves are the evidence
18 which is before the jury. To the extent he's writing it, it's
19 not evidence of itself; so it's a demonstrative functioning as
20 a demonstrative.

21 MR. GAGE: Just like opening statements, closing
22 arguments, lawyers say a lot of things. I'm just trying to
23 help the jury organize the information.

24 MS. GREENE: You could do it in closing arguments.
25 The agreement between the parties was that there would not be

NAJVR0W1

Humez - Direct

1 demonstratives during openings. Any demonstratives used during
2 course of trial would be exchanged ahead of time.

3 THE COURT: What's your position on the witness
4 writing it?

5 MS. GREENE: Again, it's not evidence, so I'm not sure
6 what the function -- the document is there that he's referring
7 to. It serves to confuse the jury. I suppose the document,
8 the witness writing it is --

9 THE COURT: You can mark it as an exhibit.

10 MS. GREENE: I don't think it should be an exhibit.
11 We have the documents. He's reading from the documents. The
12 documents are the evidence, not anybody's writings, and that's
13 where we're confusing the jury.

14 MR. GAGE: This is not a demonstrative. It's not
15 confusing the jury. It's just helping them see --

16 THE COURT: Well, it's not evidence.

17 MR. GAGE: Agreed. I agree it's not evidence. But
18 what we say is not evidence either.

19 THE COURT: Is this up on the screen now or are we
20 just working with a hard copy?

21 MR. GAGE: We're working with a hard copy with the
22 witness. Let me just ask.

23 THE COURT: Okay. Let's put the document on the
24 screen and no more with the billboard.

25 MR. GAGE: Okay.

NAJVR0W1

Humez - Direct

1 (In open court)

2 MR. GAGE: Let's just go back and make sure we had
3 2020. December 2020, we've finished that.

4 I'd like to go now to P-1 -- let's -- now that we have
5 the exhibit, let's let the jury see what this is.

6 BY MR. GAGE:

7 Q. So this is P-134. Is this the document you were just
8 looking at in hard copy --

9 A. Yeah.

10 Q. -- Mr. Humez?

11 Okay. This is the December 2017 prosper letter.

12 What's the 295 number reflect?

13 A. The new base salary.

14 Q. And then the next number down reflects what?

15 A. The annual cash bonus.

16 Q. And is that a function of performance?

17 A. It is.

18 Q. And the next number, what is that?

19 A. The equity refresh grant.

20 Q. Okay. And then if we go to the next page, does it provide
21 the total?

22 A. It does.

23 Q. Is this the total compensation to Ms. Rowe for 2018;
24 correct?

25 A. Awarded in 2018.

NAJVR0W1

Humez - Direct

1 Q. Awarded in 2018.

2 MR. GAGE: I'd like to, Jean, if we could, go to
3 P-132.

4 THE COURT: Ms. Tomezsko, could we clear the billboard
5 out of the way, please, and put it back where it came from.

6 That's all right.

7 Q. P-132. Is this Mr. Harteau's prosper letter or letters?

8 A. Yes.

9 MR. GAGE: And if we could start with the December
10 2017 prosper letter. If we go to the second page -- I'm sorry,
11 it's on the first page. It's a shorter letter.

12 Q. What was Mr. Harteau's total compensation award for 2018?

13 A. 395,000.

14 MR. GAGE: Now, Jean, if we could go to P-130.

15 Q. This is Mr. Donaldson's prosper letter for December 2017.

16 What was his total award for 2018?

17 A. 402,000.

18 Q. And that's -- if you remember the number, that's about
19 \$69,000 less than Ms. Rowe's; correct?

20 A. From recollection, yeah.

21 Q. And Mr. Harteau's was about 70-some thousand dollars less
22 than Ms. Rowe's; correct?

23 A. Correct.

24 MR. GAGE: Now, I'd like to go to Mr. Wilson, P-136,
25 Jean.

NAJVR0W1

Humez - Direct

1 Q. Mr. Wilson's prosper letter, focusing here on the December
2 2017 prosper letter. What was Mr. Wilson's total compensation
3 award for 2018?

4 A. 452,000.

5 Q. That's almost \$20,000 less than Ms. Rowe's; correct?

6 A. Correct.

7 MR. GAGE: Now, I'd like to go, Jean, if we could, to
8 P-136 -- or, I'm sorry, this is P-136, Mr. Wilson's prosper
9 letter, December 2020, if you could page through. Next page.
10 December 2020. And then if we could go to the second page.

11 Q. What was Mr. Wilson's total compensation award for 2021?

12 A. 668,800.

13 Q. And I believe you testified that Ms. Rowe's for that same
14 year was \$786,000. So this is nearly \$120,000 less than
15 Ms. Rowe's pay for the same year; correct?

16 A. That's correct.

17 MR. GAGE: Now, I'd like to go to P-135, and I'd like
18 to go to the December 2021 prosper letter.

19 Q. December 2021 for Paul Strong. If we can go to the second
20 page. What was Mr. Strong's total compensation award for 2022?

21 A. 718,000.

22 Q. And Ms. Rowe's for that same year, I think you testified,
23 was \$870,000?

24 A. Correct.

25 Q. So Mr. Strong's was substantially less for that year;

NAJVR0W1

Humez - Cross

1 correct?

2 A. Correct.

3 Q. Now, I'd like to go to Mr. Strong, same exhibit,
4 Mr. Strong's March 2023 prosper letter. And Mr. Humez, was the
5 March 2023 prosper letter the most recent prosper letter that
6 was issued by Google?

7 A. It is, yes.

8 Q. Okay. And this is for 2023 compensation?

9 A. Correct.

10 Q. If we could go to the second page of Mr. Strong's.

11 And what was his total award?

12 A. \$754,033.

13 Q. And you testified earlier that Ms. Rowe's compensation for
14 2023 was 940,000, so that's nearly \$190,000 less than Ms. Rowe
15 will earn in 2023; correct?

16 A. That's correct.

17 Q. And these differences in compensation, are they
18 attributable to differences in job performance?

19 A. Yes, they would be, yeah.

20 MR. GAGE: No further questions, your Honor.

21 CROSS-EXAMINATION

22 BY MS. GREENE:

23 Q. Mr. Humez, just a few questions.

24 You testified earlier about differences in between L8
25 and L9 compensation; correct?

NAJVR0W1

Humez - Cross

1 A. Say that again, sorry.

2 Q. You testified to differences between how L8s and L9s are
3 paid; correct?

4 A. Correct.

5 Q. And so an L8, you talked about -- what was the M starting
6 phrase?

7 A. Sorry, yeah, the market reference point.

8 Q. The market reference point.

9 So at a Level 9, where Ms. Rowe was at in terms of
10 market reference point, 98 percent, where would that have put
11 her in the market reference point on L9s?

12 A. I don't know that offhand.

13 Q. Well, the range for L9s was larger and higher than the
14 range for L8s; correct?

15 A. The earning potential, the range would be higher; but they
16 would overlap; at the high end of L8 could be into L9.

17 Q. Since Ms. Rowe was at 98 percent of the market rate, would
18 that limit her potential increases going forward as an L8?

19 A. It would be a function of performance. So there's no --
20 there's no salary caps in place at Google. So if someone were
21 to be continuing to perform strongly, they could still be
22 eligible for increases.

23 Q. She would remain in the L8 category and not move into the
24 L9 category; correct?

25 A. Well, the ranges, like I said, overlap. So, yeah, they

NAJVR0W1

Humez - Cross

1 could continue to be paid more and be paid into the L9 range.

2 Q. And you talked about how bonuses are set to performance in
3 some respects; correct? So if someone receives an "exceeds
4 expectation," how does that relate to their target bonus?

5 A. In terms of the --

6 Q. If someone's target bonus is 30 percent and they receive an
7 "exceeds expectation," how do those things relate to each
8 other?

9 A. So within each performance rating we have a multiplier that
10 is applied on top of that based on the rating. So as the
11 ratings get higher, the multiplier on top of the target bonus
12 is increasing.

13 Q. Okay. And so, for instance, Mr. Donaldson, who received a
14 "consistently meets expectation," would receive a smaller
15 multiplier against their target bonus than Ms. Rowe, who
16 received an "exceeds expectation"; correct?

17 A. The multiplier would be lower, yes.

18 Q. So a multiplier on 40 percent would be higher than a
19 multiplier on 30 percent target; correct?

20 A. The multiplier itself would be the same by level. And so
21 the actual model bonus amount would, I guess, depend on what
22 each of their salaries were.

23 Q. So salary impacts what the potential bonus is based on
24 target; correct? So if your bonus or your salary is 295, it's
25 30 percent of 295; correct?

NAJVR0W1

Humez - Cross

1 A. That would be the on-target bonus in that case, yeah.

2 Q. And if you receive a multiplier for that, it's a multiplier
3 on the 30 percent of the 295; correct?

4 A. That's correct, yeah.

5 Q. And that's different than a salary of 325, with a bonus
6 target of 40 percent, if she were to receive "exceeds
7 expectations" where she'd have that multiplier; correct?

8 A. I'm sorry, could you --

9 Q. Sure. Someone would be paid more if they had a higher
10 starting salary, a higher bonus target, and a higher
11 performance rating; correct?

12 A. That's correct, yeah.

13 Q. I want to talk specifically about 2017 just for a moment.

14 There was a change with respect to equity refreshes in
15 that year; correct?

16 A. Yeah. That year we had a company-wide change in policy, so
17 that if you're hired in that calendar year, you weren't modeled
18 for a refresh award if you were "a Noogler" or a new hire.

19 Q. Right. For instance, Mr. Harteau, who came in April of
20 2017, was not eligible for an equity refresh for 2017; correct?

21 A. They would have been eligible. They wouldn't have been in
22 that case modeled for an amount, but the manager would have had
23 the opportunity to use discretion to give them an award.

24 Q. And so that was an operation of a function or that was the
25 function of when someone came in and it had no reflection with

NAJVR0W1

Humez - Redirect

1 respect to their performance or the application of an
2 algorithm?

3 A. It was just the nature of when they joined.

4 Q. Okay. I just want to take a look very quickly at P-5.

5 MS. GREENE: If we could, Mr. Yang.

6 We were looking at this earlier. And can we go to the
7 November 15th email, I think it's page 4 or 5 of this document.
8 Keep going. Oh, no, that page exactly. Can you pull out that
9 email from Mr. Humez to Jenny.

10 Q. It says: Given we're aiming for Ulku to start in December,
11 which is prior to her cash bonus payment and equity vesting in
12 January, we've included both a sign-on bonus and second equity
13 grant to address any Y1 cash flow gap.

14 So certain components of her offer letter were in
15 recognition of what she was leaving by way of cash bonus and
16 equity vesting at J.P. Morgan Chase; correct?

17 A. Yeah. Our approach is to look at annual cash flows and to
18 make sure that our offer is compelling so they are not worse
19 off at the onset.

20 MS. GREENE: No further questions.

21 MR. GAGE: Just a couple, your Honor.

22 If we could, Jean, put up Plaintiff's Exhibit 34,
23 Ms. Rowe's prosper letter, on the screen. 134.

24 REDIRECT EXAMINATION

25 BY MR. GAGE:

NAJVR0W1

Humez - Redirect

1 Q. Mr. Humez, you were just asked about a 2017 change in
2 Google's policy about equity refreshes. In that year, did
3 Google decide that Nooglers would not receive equity refreshes?

4 A. Yeah, that's correct.

5 Q. And what's a Noogler?

6 A. It's a new hire at Google; so anybody hired within that
7 same calendar year.

8 Q. And so Ms. Rowe was hired in 2017. So under that policy,
9 she would not get an equity refresh; correct?

10 A. Correct.

11 Q. Does the fact that one is shown here on P-134 indicate that
12 an exception to that policy was made for her?

13 A. Yeah. It would mean that discretion was used by her
14 management chain to provide her award, even though one wasn't
15 modeled for.

16 MR. GAGE: That's it, your Honor.

17 No further questions.

18 THE COURT: Okay. Thank you.

19 Mr. Humez, you are excused. Thank you.

20 (Witness excused)

21 THE COURT: Is your next witness ready?

22 MS. TOMEZSKO: Yes.

23 I understand she's at the courthouse. We're just
24 seeing if she's right outside.

25 And we intend to call Krista Callaghan.

NAJVR0W1

Callaghan - Direct

1 KRISTA CALLAGHAN,

2 called as a witness by the Defendant,

3 having been duly sworn, testified as follows:

4 MS. TOMEZSKO: May I proceed, your Honor?

5 THE COURT: You may.

6 DIRECT EXAMINATION

7 BY MS. TOMEZSKO:

8 Q. Good morning, Ms. Callaghan.

9 A. Good morning.

10 Q. Can you briefly describe for the jury your background and
11 your roles that you've held at Google.

12 A. Yes. I can start with what I do now.

13 For the last three years, I've been doing human
14 resources. So my title is head of market HR for the central
15 region. And what that means is I take care of the
16 people-related issues for the Google offices in the middle of
17 the U.S.; and then I manage the people who do that job for the
18 eastern U.S. and for the western U.S.

19 Prior to that, for my first six years at Google, I was
20 in the executive recruiting team and held many different –
21 maybe all the different – roles in that organization. Started
22 as a sourcing recruiter. Started managing sourcing recruiting
23 teams. And for my last few years in executive recruiting,
24 managed the global operations team.

25 Q. And what role did you hold in the 2016 to 2018 time frame?

NAJVR0W1

Callaghan - Direct

1 A. A few. I think I managed a sourcing team, so people who
2 find candidates. And then I managed a recruiting team. And
3 during those management roles, I would chip in and do hands-on
4 recruiting, if it was needed. And then I think towards the end
5 of the time period you mentioned is when I transitioned to more
6 of an operations role.

7 Q. In the 2016/2017 time frame, were you working on hiring a
8 number of individuals into a function within Google Cloud
9 called the office of the CTO?

10 A. Yes.

11 Q. Can you briefly explain what your role in that hiring
12 process was.

13 A. Yeah. So we called a recruiting process a search when
14 you're trying to fill an individual role. At the beginning, I
15 was helping find candidates and, you know, doing some light
16 assessment. I was one of the more senior people on the
17 execution team, so just kind of diving into the actual
18 interviews when I needed to.

19 I think, I don't remember, after a few months of doing
20 that, I started managing the sourcing and then the recruiting
21 team. So I was still involved in the project, but I wasn't as
22 hands-on and just handled, like, escalations or if there were
23 questions that came up. But I still went to the meetings and
24 was involved, I think, for a good nine months a year.

25 Q. Are you familiar with the plaintiff in this case, Ulku

NAJVR0W1

Callaghan - Direct

1 Rowe?

2 A. I know her name and I've spoken with her a couple times on
3 the phone during the process.

4 Q. You said a couple times on the phone. Can you describe the
5 first time that you spoke with Ms. Rowe to the best of your
6 recollection.

7 A. Yes. I managed recruiting teams for a long time. So she
8 was referred to me as a really talented person from a recruiter
9 in New York City, Ed McGeady, who was a very good recruiter and
10 very diligent.

11 She wasn't right for the role. He was working on, but
12 he had heard -- we knew each other really well. And he asked
13 if I was working on anything. I told him. And we thought
14 maybe the OCTO world can be cool for her. And so I did a
15 really light assessment call with her.

16 Normally, I'll go really deep and just try to
17 understand every piece of the former job they've had. And this
18 was a little lighter, given that she had already been through
19 that process for a different role. So that was my first
20 interaction with her.

21 Should I go into detail on that?

22 Q. Well, actually, I'd like to -- we will in a second, but I
23 just want to ground us in a document.

24 Did you also exchange emails with Ms. Rowe during the
25 process as well?

NAJVR0W1

Callaghan - Direct

1 A. Yeah, I'm sure we did, to set up the call. I didn't have a
2 scheduler working for me or anything like that. So -- and I
3 had to have -- yes, I'm sure we exchanged emails.

4 Q. I'd like to show you what's been marked as Defendant's
5 Exhibit 47 in this case.

6 MS. TOMEZSKO: Jean, can you please pull that up.

7 Q. Ms. Callaghan, feel free to take a look at this document.
8 And we could page through it, if you'd like to familiarize
9 yourself. Pardon me. And you know, as you look at it, my
10 question is going to be whether you recognize this document.

11 A. Yeah, I do remember this.

12 Q. And is this an email exchange between you and Ms. Rowe in
13 the August 2016 time frame?

14 A. Yes.

15 Q. And if you could tell from this document at what stage in
16 the process was Ms. Rowe in the August 2016 time frame?

17 A. Essentially, the gatekeeping piece of it, we didn't want
18 to -- is she -- does she meet the minimum requirements to go
19 forward into the process, so we don't waste anyone's time.

20 MS. TOMEZSKO: I'd like to just make a little bit
21 bigger the email on Thursday, August 25th, 2016, Jean, if we
22 could focus in on that.

23 Q. Ms. Callaghan, does that reflect some of the substance of
24 the first conversation that you had with Ms. Rowe?

25 A. Yes, it does. When we initially do the phone screen,

NAJVR0W1

Callaghan - Direct

1 that's what you call it, candidates are selling themselves.
2 They want to get into the process. And it takes a long time to
3 peel back the layers and figure out if they meet the minimum
4 requirements, and cloud expertise was a minimum requirement.

5 And I remember being on the phone and being grateful,
6 because she volunteered a couple times, like, I'm not a cloud
7 expert, you know, I have -- I've seen it, I've been involved in
8 pieces of it, but I'm not that. And I was like, This is great.
9 This just saved me 45 minutes of time.

10 So we went through and, you know, there was -- she's
11 very talented, very articulate, and had a lot of other things
12 that would be good for Google.

13 So I just wanted to be clear with Will, the hiring
14 manager at the time, like, this is someone that's really great,
15 but doesn't have the expertise, admittedly doesn't have that,
16 do you want to go forward? And so I think that's what I was
17 just saying back to her before we went -- you know, before we
18 took the next step.

19 Q. Your reference to Will there, is that Will Grannis?

20 A. Yes.

21 Q. And he was the hiring manager for the role that you were
22 looking to fill and Ms. Rowe was interested in?

23 A. Correct.

24 Q. When you told him that Ms. Rowe had told you that she was
25 not a cloud expert, what was his reaction?

NAJVR0W1

Callaghan - Direct

1 A. He was happy to meet her. You know, there's a term good
2 for Google. And he was happy to meet her for that. And if she
3 was going to be somewhere else in the organization, that would
4 be somebody we just want to get in.

5 And then he was also happy to meet her to like just
6 think more broadly about the role and whether there could be
7 some value provided by someone with her specific experience,
8 although a little bit different than some of the more
9 center-of-the-bull's-eye candidates.

10 Q. You reference center of the bull's-eye there. Can you
11 explain a little bit what you mean by that?

12 A. Yeah. There's minimum requirements, you have to meet the
13 minimum requirements to go forward; and then there's preferred
14 requirements. And those are nice to have. But you usually
15 want those two.

16 If they don't have minimum requirements, they are
17 outside of the center of the bull's-eye, we don't want to waste
18 anyone's time if they are not going to be able to do the job.
19 And cloud experience was a minimum requirement. So it was part
20 of the center of the bull's-eye, and she didn't have that or
21 said she didn't have that. So I needed to make sure Will was
22 okay with that before we took up anyone's time.

23 Q. And I think you mentioned that Will Grannis had agreed to
24 meet with her because of the many things that you had said:
25 She was talented, she was articulate.

NAJVR0W1

Callaghan - Direct

1 Was that approach that Will showed there, was that
2 typical of his general approach as a hiring manager?

3 A. Yeah. Yes. We ended up asking him to speak on panels of
4 how to be like a good hiring manager leader because of that.
5 That was, like not typical, because it's a lot of time to
6 invest in getting to know someone, and you don't want to bring
7 someone into the process and then waste their time and get them
8 frustrated with Google.

9 So it was a time he took to meet lots of different
10 types of best athletes who could fit into his org, other pieces
11 of the org. But he also did a good job following up and making
12 people feel like that was a good use of their time, even if
13 they weren't ready for the job.

14 Q. After you had this conversation with Mr. Grannis, did
15 Ms. Rowe go through interviews for the technical director role
16 in OCTO?

17 A. Yeah.

18 Q. Do you know whether those interviews were in person?

19 A. So I'm sure she had in-person interviews. The first
20 interview is usually a phone screen, but I'm not sure exactly
21 like the milestones of how she met people and when she met
22 people precisely. But yeah, she ended up working here; she
23 definitely went through in-person interviews.

24 Q. And did you continue to communicate with her throughout the
25 process as she was going through interviews and throughout the

NAJVR0W1

Callaghan - Direct

1 rest of the search?

2 A. I did -- not consistently. I did the gate -- you know, the
3 phone screen, the light phone screen, because I had the
4 background that was from Ed McGeady. And then there was an
5 escalation call, I think, later on that I did.

6 Q. What is an escalation call?

7 A. It's just when someone wants -- you know, there's
8 something, there's a bump in the road and the recruiter just
9 asks me to do the call. In this specific instance, the
10 perception was that the pieces of the interview process were
11 going too slow. And this is pretty common, it sometimes can be
12 slow.

13 Q. Whose perception was it that the pieces of the interview
14 process were going too slow?

15 A. Ulku Rowe, the candidate at that time.

16 Q. And did you have a conversation with Ms. Rowe about that?

17 A. I did.

18 Q. Can you describe that conversation please.

19 A. Yeah. Again, this is like -- this was not an uncommon
20 conversation; this was just context, because it's important.

21 The process is consensus-driven, and it depends on
22 getting everyone's schedule lined up. And they're super senior
23 people. We don't want people to come back multiple times
24 on-site. So it just can take a long time and it can be
25 frustrating. And people may not understand why. So these

NAJVR0W1

Callaghan - Direct

1 calls are -- again, I don't know how many I've done, over 100.
2 But it's basically saying we take a long time because we're
3 consensus-driven; we don't want one person to make this
4 decision.

5 The recruiter, I don't -- just escalated and said, We
6 have a candidate, Ulku Rowe. She's not happy with the pace of
7 the process. And so I did that call. And it was just that.
8 She just was not happy it was taking a long time. She let me
9 know that in no uncertain terms; and that she didn't feel like
10 she was being taken seriously as a candidate in the process. I
11 think she was getting ready to go on a trip, I don't know if it
12 was personal or business. She was going to -- she wasn't
13 exactly sure where she wanted to go forward. But she said a
14 couple times, I don't feel like I'm being taken seriously. And
15 she was -- she came across as very annoyed, very irritated with
16 the process.

17 Q. In your opinion, being involved in the search, was she
18 being taken seriously?

19 A. Yeah. Yes. I shouldn't say very much so, because I don't
20 know the precise timing, but it was not -- there were not long
21 periods of time between the milestones at the time I did the
22 call. Because I did refer back to make sure -- you know,
23 sometimes there's -- you know, something happens and then you
24 just have to explain that to the candidate. Someone dies or
25 someone, like -- someone has to take some time off and that's

NAJVR0W1

Callaghan - Direct

1 the reason. But there was no -- there was no timing issue.

2 Q. The concern that she was raising that it was taking a long
3 time in the process, was that a common concern that you heard
4 from candidates?

5 A. Yeah. All the time.

6 Q. Was your conversation with Ms. Rowe, would you describe
7 that as a typical conversation that you have with candidates
8 who raise that concern?

9 A. It was more -- it came across to me as more irritated and
10 upset than I was used to. I remember it. I've done hundreds
11 of these phone calls, and that one sticks out in my mind. So I
12 was surprised with that piece of it. So that was what I
13 remember.

14 Q. After that conversation with Ms. Rowe, did Google extend
15 her an offer for the technical director role in OCTO?

16 A. Yeah. At that point I wasn't hands-on, but yes.

17 Q. If I could represent to you that her offer -- her offer
18 letter is dated December 9th, 2016. And earlier we looked at
19 the email where you were exchanging with Ms. Rowe, and that was
20 August 2016. Is that time frame, August 2016 to December 2016,
21 in your experience, in line with the typical length of time it
22 takes for -- to complete a search process for a senior role at
23 Google?

24 A. Yeah. Especially for a newly built function. Like, you
25 don't want to hire two people who have overlapping skill sets.

NAJVR0W1

Callaghan - Cross

1 That's not a bad time frame period. But for a function that's
2 being built from the ground up and you really want to be
3 careful, that's pretty good.

4 Q. Thank you. Thank you, Ms. Callaghan.

5 I have no further questions.

6 CROSS-EXAMINATION

7 BY MR. CHIARELLO:

8 Q. Good morning, Ms. Callaghan.

9 A. Good morning.

10 Q. I just want to go back to a question Ms. Tomezsko was
11 asking you a moment ago about your conversations with Ms. Rowe
12 around the timing of the process.

13 Would it be fair to say that someone, a candidate
14 following up about the timing of their candidacy, would
15 indicate interest in the position?

16 A. I've seen it both ways.

17 Q. I want to talk a little bit about the initial conversation
18 you had with Ms. Rowe that you testified and you said it was --
19 you had characterized it as a really light assessment; is that
20 correct?

21 A. Mm-hmm.

22 Q. At that point Ms. Rowe didn't know very much about this
23 role; correct?

24 A. She had the job description. She had an overview that was
25 part of the call. She knew as much as anyone else did about

NAJVR0W1

Callaghan - Cross

1 that role.

2 Q. Okay. But at that point she hadn't, for example, been
3 interviewed by Mr. Grannis?

4 A. That's right.

5 Q. And based on the light assessment you had with her, I think
6 you characterized her as not center of bull's-eye as a
7 candidate, but she then went on to interview with Mr. Grannis
8 and the rest of the hiring panel; correct?

9 A. She characterized herself as not having cloud expertise,
10 which was center of the bull's-eye. So that really did come
11 from her. And then yes, she did go on to meet Will Grannis.

12 Q. I understand.

13 And she also interviewed with -- I'm forgetting off
14 the top of my head, but there are other individuals that she
15 interviewed with; correct?

16 A. I'm not -- I wasn't close to the scheduling or the
17 interview panel, the recruiter who was on my team was. But
18 yeah, I mean, that's always -- you meet -- in an interview
19 panel, once you get to a certain point in the process.

20 Q. And she was ultimately hired as technical director;
21 correct?

22 A. Mm-hmm.

23 Q. Were there other candidates that were not cloud experts
24 that you brought to Mr. Grannis's attention?

25 A. For the recruiting process, I don't know. For me

NAJVR0W1

1 personally, no.

2 Q. And is it possible that Ms. Rowe was just being modest when
3 she said she was not a cloud expert?

4 MS. TOMEZSKO: Objection. Calls for speculation.

5 THE COURT: Sustained.

6 MR. CHIARELLO: Nothing further.

7 MS. TOMEZSKO: Judge, just 30 seconds, please.

8 No further questions for the witness, your Honor.

9 (Witness excused)

10 MR. GAGE: Might have a security issue, Judge. I
11 shouldn't put it that way. Might still be in security. Your
12 Honor, we hadn't anticipated starting a little earlier like we
13 did. He was going to be here at 10.

14 THE COURT: All right. So you think he'll be upstairs
15 in the next five minutes?

16 MR. GAGE: I expect he will be up here very shortly.

17 THE COURT: Okay.

18 MR. GAGE: She's punctual. I just didn't expect to
19 start 15 minutes before we did this morning.

20 THE COURT: Fair enough.

21 So what do people want to do?

22 If it's only five minutes, we should probably just sit
23 here, right, and not all go in different directions.

24 JUROR: Agreed.

25 MR. GAGE: I was going to say.

NAJVROW1

THE COURT: There we go. All right. Done.

(Continued on next page)

NAJHRow2

Stevens - Direct

1 MR. GAGE: He should be here shortly, your Honor. I
2 think the marshals are looking through his bags, and
3 Mr. Velazquez is going to tell me as soon as they're done. But
4 he should be up here shortly. I apologize.

5 THE COURT: And the rest of your lineup?

6 MR. GAGE: We will have them.

7 MS. TOMEZSKO: I've been in contact with them and
8 said, please, if you're not already here, please get here.

9 THE COURT: OK.

10 MR. GAGE: And they're all nearby, so I think it's
11 just a function of the marshals right now.

12 THE COURT: OK.

13 BRIAN STEVENS,

14 called as a witness by the Defendant,

15 having been duly sworn, testified as follows:

16 MR. GAGE: Your Honor, thank you and everyone for your
17 patience.

18 THE COURT: All right. Very good.

19 DIRECT EXAMINATION

20 BY MR. GAGE:

21 Q. Good morning, Mr. Stevens.

22 A. Good morning.

23 Q. Could you just very briefly tell the ladies and gentlemen
24 of the jury your educational and work background before you
25 arrived at Google.

NAJHRow2

Stevens - Direct

1 A. Education post-high school, I had a bachelor of science in
2 computer science and then worked for about a year and a half
3 and then was sent back to get a master's of computer
4 technology.

5 Q. OK.

6 A. Yeah, sorry.

7 Q. And then did you start working?

8 A. I did. I started working at a company called Digital
9 Equipment Corporation based out of Massachusetts.

10 Q. And if I could just pause that. And what did you do for
11 that company?

12 A. I started as a programmer, software developer.

13 Q. Then after working as a software developer, what did you do
14 next?

15 A. Beyond that company?

16 Q. Sure.

17 A. Well, I mean, that — I was there 13 years, so over the
18 course of 13 years, took on more responsibility, project lead
19 in various things, and then — and then in 2000, little startup
20 from 1999 to 2001, and then working on technology for
21 enterprise. And then a company recruited me called Red Hat,
22 and then I went there and I joined as an individual
23 contributor, but then about six months in, I ended up running
24 all of engineering for them.

25 Q. OK. I just want to go back. You used a phrase "technology

NAJHRow2

Stevens - Direct

1 for enterprise." Can you explain in layperson's language —

2 A. Sure.

3 Q. — what that means, technology for enterprise?

4 A. Pretty much my whole career has been focused in this one
5 area, so it's really — just about every company, you know,
6 around the world uses software and computers in some fashion to
7 run their business, and so I was always focused on building all
8 the software layers that run on — run the computer hardware
9 for them.

10 Q. What is or was Red Hat when you were there?

11 A. Red Hat was — it's called open source, so the software's
12 freely available. You can see inside the code. And what they
13 did was they built an operating system for — for enterprise
14 use. Everybody knows about Windows, but less people know about
15 Linux. It's really an alternative to Windows that companies
16 would use to run just about every piece of workload.

17 Q. And what was the highest position that you held at Red Hat?

18 A. At the time I left, I was the executive vice president of
19 worldwide engineering and chief technology officer.

20 Q. What did it mean to be the chief technology officer of Red
21 Hat?

22 A. Ironically, the CTO wasn't really a prescribed role. It
23 was really just something I was already doing. They just put
24 the title on me at one point. Typically what a chief
25 technology officer does is they develop the technical strategy

NAJHRow2

Stevens - Direct

1 for the company, you know, what products you're going to build,
2 the attributes of those products, probably involved if you're
3 going to do acquisitions, etc. Sometimes, like in my case,
4 you're running all of the engineering as well, but not always.

5 Q. While you were at Red Hat, did you get recruited for
6 positions outside of Red Hat?

7 A. Certainly.

8 Q. Where, before you joined Google, were you recruited from —
9 who else recruited you from Red Hat?

10 A. I think the only one that I took an interview for was a
11 company called VMware.

12 Q. OK. You said VMware?

13 A. Correct.

14 Q. Can you tell the ladies and gentlemen of the jury, what is
15 VMware?

16 A. So what VMware did was actually pretty magical. So, say —
17 you know, we talked about technology all of the companies are
18 running. You know, they buy hardware and their servers. So
19 the challenge with that is that back then, before VMware, a
20 server was dedicated for a particular application or a task.
21 And what VMware did was they pioneered how you could actually
22 split up that one physical computer and run many applications
23 on top of it.

24 Q. And was that technology foundational to what we know as
25 cloud computing?

NAJHRow2

Stevens - Direct

1 A. It is. It's like the underpinnings of cloud computing.

2 It's actually called virtualization, which I imagine what "V"
3 the VMware was for.

4 Q. That's what the "V" was for?

5 A. I assume.

6 Q. And so would it be fair to say that VMware was a cloud
7 computing company?

8 A. Yes, certainly.

9 Q. You were recruited by VMware, but you didn't take that job.
10 Why not?

11 A. Why not? Well, I was recruited back to — you know, I had
12 said yes, right, so — and it didn't entail a move, so it was
13 exciting. But I realized, you know, that I was less interested
14 in the technology path that was their future. They'd already
15 really achieved what they were going to achieve, and I was
16 really interested in taking the technology to the next level.
17 And I was recruited back to Red Hat by the CEO and the board,
18 so I decided to stay.

19 Q. How did you end up at Google?

20 A. Probably six months after I had said no and decided to
21 stay, I had a gentleman named Urs Hölzle.

22 Q. Can you say the name again.

23 A. Urs Hölzle.

24 Q. User Hölzle?

25 A. Sure. So he — by way of recruiter, he was very active, so

NAJHRow2

Stevens - Direct

1 he called me up, and we started up having conversations about a
2 role at Google.

3 Q. What can you give us a time frame, a year, when this
4 happened?

5 A. Yes. I want to say it was around January of 2014,
6 something very, very early in 2014.

7 Q. And at the time what did you understand Mr. Hölzle's role
8 at Google to be?

9 A. Urs is pretty famous in the technology landscape because he
10 came in, and he was the first VP of engineering at Google. He
11 was the eighth employee, and so he ran everything, really
12 everything technology, from building the data centers, where
13 the data centers were going to be, power cooling, you name it,
14 and all the software. So really was everything foundational.
15 And the role he was offering me was to lead product for cloud

16 Q. Did you take that job?

17 A. I did.

18 Q. When approximately did you start at Google?

19 A. Not till, I want to say, September, October later that
20 year, yeah.

21 Q. 2014, did you say?

22 A. Yeah. Yes, same year.

23 Q. And what did it mean to be the head of product — well,
24 withdrawn. Let me ask you a different question.

25 Were you hired into Google cloud?

NAJHRow2

Stevens - Direct

1 A. I was hired into Google Cloud, yes.

2 Q. And so what did it mean to be the head of product for
3 Google Cloud?

4 A. Sure. So this was 2014, and it was pretty early for Google
5 in the cloud arena. There were actually — it was actually a
6 very small business inside of Google. So the role would have
7 been defining exactly what Google was going to do in Google
8 Cloud, what all the products and services would be for their
9 customers.

10 Q. And to whom did you report when you first joined Google
11 Cloud?

12 A. To Urs Hölzle.

13 Q. At some point did you start reporting to someone else?

14 A. I did.

15 Q. Who did you report to next?

16 A. To Diane Greene.

17 Q. And who was Diane Greene at the time you started reporting
18 to her?

19 A. Yeah. She — she was formerly the CEO of VMware,
20 ironically, and the founder, and she was on the board of Google
21 — of Google at the time. I had already known her. And then
22 she had decided to take a role not just as a board member but
23 to come in and be the — to be the CEO of Google Cloud.

24 Q. And approximately when did you start reporting to Diane
25 Greene?

NAJHRow2

Stevens - Direct

1 A. Oh, jeez, my memory's not that good. We would — she and I
2 would meet every month even when she was a board member because
3 she had such an active interest in the cloud, what we were
4 doing around cloud. Then she actually came in full time, late
5 end of 2015, maybe, something like that, early 2016, yeah.

6 Q. I want to fast-forward. And so does that mean you were
7 part of her leadership team?

8 A. Yeah, very much so.

9 Q. I want to move forward to an acronym that the jury's very
10 familiar with, and that is OCTO.

11 A. Oh, jeez.

12 Q. Were you involved in the conception of OCTO?

13 A. Yes, certainly.

14 Q. How was OCTO conceived, if I can use that word?

15 A. It really was — so if I can go back to Red Hat, as the two
16 responsibilities I had was to run all of engineering and to be
17 the CTO. And what was really effective there is we hired
18 really talented technologist in the CTO office, but instead of
19 them building product, they were much more outbound, working
20 with customers and helping customers understand. So the
21 proposal that I had for Google in its early days would be to do
22 a similar thing.

23 Q. And would those technologists only work with customers?

24 A. No, they would — they would have — you — you have to
25 have some responsibilities inside and some engagement inside

NAJHRow2

Stevens - Direct

1 with engineering or else you'd be not very effective.

2 Q. Did Google ultimately decide to create an office of CTO?

3 A. We did.

4 Q. And did you identify someone to help build that office?

5 A. I did.

6 Q. Who did you identify?

7 A. Gentleman named Will Grannis.

8 Q. Now, do you know who Tariq Shaukat is?

9 A. Certainly.

10 Q. Was he also on Diane Greene's leadership team?

11 A. He was.

12 Q. The ladies and gentlemen of the jury have heard about him
13 creating an organization within Google Cloud called Global
14 Alliances and Industry Partnerships. Is that familiar? Do you
15 remember that?

16 A. I don't recall the exact name of it, but I trust that that
17 was the name.

18 Q. Do you remember that Diane Greene asked him to create a new
19 organization in late '17 early '18?

20 A. Yeah, I was part of that conversation with her, sure.

21 Q. A moment ago we were talking about OCTO. Did you have an
22 understanding of what Mr. Shaukat's organization was going to
23 do?

24 A. Generally speaking.

25 Q. How was the organization he was supposed to create

NAJHRow2

Stevens - Direct

1 different than OCTO?

2 A. Oh, how was it different? Well, OCTO was, you know,
3 assemble strong technologists that have a really great pedigree
4 and then have them work with customers, right, because often
5 salespeople need really strong technologists to help customers.
6 It's a big — it's a big move for a customer just to take
7 advantage of cloud. It's not an easy transition, and so the
8 strong technologists actually help them and enable them in that
9 decision process.

10 So what — what Tariq would have been doing was to —
11 you know, really on the sales side and bring together a whole
12 go-to-market motion. So you'd want to bring together the
13 sales, marketing capability, probably contract and pricing.
14 You almost create a mini company inside of a company that was
15 focused on certain industries.

16 Q. I want to take a step back.

17 At this point in time, we're now 2018, January of
18 2018, you were still — were you still the chief technology
19 officer of Google Cloud?

20 A. Yeah, I was.

21 Q. And did you at that point in time in your career have
22 experience working with financial services institutions?

23 A. Yeah, extensively.

24 Q. Can you describe your experience with financial services
25 institutions in the technology area.

NAJHRow2

Stevens - Direct

1 A. Right. Sure. I would always call myself a weirdo engineer
2 from the early days.

3 Q. I'm sorry, a what?

4 A. A weird engineer. A lot of software developers are really
5 passionate working on technology. The moment I was out of
6 school, I wanted to know what was the purpose, and the best
7 purpose is to be customer-facing. So it's just something I
8 enjoyed, and it helped you build better solutions. So this
9 goes back to even pre-Red Hat and then certainly Red Hat.

10 Often there's an adage that — well, financial
11 services is an interesting industry because they try to be the
12 first to take advantage of new innovation, like what you're
13 seeing in artificial intelligence now. So they really track
14 new things happening, try to take advantage of new technology
15 so they can be the first to market and have competitive
16 advantage. So Red Hat very much used that and worked very
17 closely with CTOs and CIOs of financial services companies
18 bringing Linux to them in that case. So many, many times in
19 London and, you know, New York, we're just kind of like the
20 cornerstone of financial services.

21 Q. Can you give us some examples of some of the financial
22 services institutions that you collaborated with in that way.

23 A. A lot of the popular investment banks, some that are no
24 longer: The Lehmans, the Credit Suisses, Barclays, Goldman,
25 Morgan Stanley, JPMorgan, yeah, HSBC.

NAJHRow2

Stevens - Direct

1 Q. Prior to the time that Ms. Rowe joined OCTO, had you ever
2 come across her in your dealings with JPMorgan Chase?

3 A. No, we hadn't met.

4 Q. Did you know of her prior to her coming into OCTO?

5 A. No, I did not.

6 Q. Now I'd like to move on to a different topic, Mr. Stevens.

7 There's been a lot of testimony about levels at Google.

8 Ms. Rowe has testified that levels at Google are where you are
9 in the hierarchy. Would you agree with that?

10 A. I wouldn't think about it that way. I just don't think
11 about it that way. I suppose you're more senior as you go up
12 levels, so you are more senior.

13 Q. How do you think about levels at Google?

14 A. I think about like it's really kind of — if you — you
15 you levels, but they're job descriptions, right? And if you
16 don't have levels, then what you would have is you wouldn't be
17 able to calibrate people. You wouldn't be able to pay them
18 fairly and consistently with their peers. Then — so that
19 part's really hard and important.

20 But the second thing is, you know, people often want
21 — some people are fine doing the exact same job for their
22 entire career, but other people want to know how to advance.
23 So the descriptions of the levels really explain, you know,
24 what they have to get stronger at, exhibit if they have
25 aspirations to get to the next level.

NAJHRow2

Stevens - Direct

1 Q. Do levels at Google define what Google's expectations are
2 of the employee?

3 A. Yes, certainly. You're calibrated — your performance is
4 measured against your level.

5 MR. GAGE: I'd like to go to D26.

6 And, your Honor, may I hand the witness a paper copy
7 of the document just so he can more easily look at it?

8 THE COURT: Is it not available on the screen or —

9 MR. GAGE: It is available on the screen, but I —
10 just for his eyesight, your Honor, it would be easier for him
11 to look at a paper copy.

12 THE COURT: Ms. Greene?

13 MS. GREENE: No objection.

14 THE COURT: OK.

15 BY MR. GAGE:

16 Q. Mr. Stevens, I'd just ask you to just take a moment, if you
17 could, and page through D26. And my first question is, were
18 you involved in Ms. Rowe's hiring into OCTO?

19 A. I was.

20 Q. What do you recall about Ms. Rowe's experience and
21 background as she presented to OCTO?

22 A. From here she was very — very involved, sounds like, in a
23 leadership role in the credit risk department for JPMorgan
24 Chase.

25 Q. OK. Did you interview Ms. Rowe?

NAJHRow2

Stevens - Direct

1 A. I did.

2 Q. Does this hiring packet include your interview
3 recommendation and notes?

4 A. Yeah, as soon as I find it, I'm sure it would. OK. There
5 you go.

6 Q. Did you like Ms. Rowe?

7 A. I did.

8 Q. Did you think that she would be a good addition to OCTO?

9 A. I did.

10 Q. You wrote here in your notes, "Likely not one to drive CxO
11 relationships, but she can certainly pair off as needed.
12 Strong blend of LOB and IT makes her a great add."

13 What does "CxO" refer to?

14 A. The CxO, the way I would have meant it here would have been
15 chief information officer, chief technology officer, chief
16 executive officer, that kind of thing.

17 Q. And why did you think she was likely not one to drive CxO
18 relationships?

19 A. Her — at the time of joining OCTO, you know, just why I
20 would have written that, her breadth seemed more limited. She
21 clearly has strong technology experience, and she used the
22 technology to solve the credit risk at the bank. But like the
23 — the level of, like, CxO, you have to cover every piece of
24 technology across cloud. So there's hundreds and hundreds and
25 hundreds of products just in one cloud offering. It's not a

NAJHRow2

Stevens - Direct

1 single product. And then a level of depth as well and as well
2 as describing — it was really hard for Google because Amazon
3 created this category of cloud, and so they led it and started,
4 you know, five-plus years before anybody else did. So every
5 conversation has to be not just why cloud but why Google,
6 right? So — and you're differentiating why you're better, and
7 she just wouldn't have had that — you know, at the bank she
8 wouldn't have had that experience coming into Google.

9 Q. Ms. Rowe was hired as a Level 8 and not a Level 9. Why was
10 she not hired as a Level 9?

11 A. Well, the Level 9s just are further down the path of a
12 deeper experience of the technology landscape that make up
13 clouds. Not just building applications on top of cloud, but
14 actually all of the technologies that go into creating all the
15 cloud infrastructure, so a really rich understanding of
16 everything engineering was working on to build cloud. And the
17 Level 9s had come into Google really having already mastered
18 that in various ways.

19 Q. Was that something that you thought Ms. Rowe could aspire
20 to?

21 A. Oh, certainly.

22 Q. Why? Why did you think she could aspire to that?

23 A. She was smart, and she — you know, just like the JP job,
24 it's all about — it's all about, like, what technology would
25 you use to solve a problem? And so she exhibited that within

NAJHRow2

Stevens - Direct

1 credit risk. She was able to manage a team to do that, so
2 there's no reason why she couldn't learn all of the areas of
3 cloud, including to go deeper in technology, certainly.

4 Q. Ms. Rowe has testified in this case that in the course of
5 her discussions with you during the hiring process, that you
6 spoke to her about verticalization. First of all, do you know
7 what the term "verticalization" means?

8 A. I know how I would think about the word verticalization.
9 But I don't know if there's a great definition.

10 Q. How would you think of the term "verticalization"?

11 A. It's really how I talked about it before with Tariq's role.
12 Typically, many companies decide to verticalize and many don't,
13 because often what you get with verticalization, you get
14 competing sales teams. So if sales teams are covering New York
15 City and there happens to be financial services in that
16 example, which sales rep gets to manage it? It can create a
17 lot of issues.

18 So companies that verticalize are really, like, well
19 along in their business, and they're creating subgroups that
20 can focus more intensely. So verticalization to me is creating
21 kind of a specialty sales and marketing team that can
22 understand that one particular industry even better and go
23 deeper on that.

24 Q. In late 2016, early 2017, was Google Cloud at a place where
25 verticalization made sense?

NAJHRow2

Stevens - Direct

1 A. It was Diane's decision, and I certainly supported it
2 because we definitely were, you know — definitely scaling at
3 that point in time. It was very small in 2014, but around that
4 time I think we were getting into the billions.

5 Q. When you were speaking to Ms. Rowe, interviewing her for
6 the job, did you talk to her about verticalization and how that
7 might affect her career?

8 A. I actually didn't because I'm not a big fan of verticals.
9 I think they can cause a lot of friction and certainly hard to
10 navigate. So it's certainly would not have been something I
11 would have talked about, especially at that point in time.

12 Q. So is it your testimony that you would not have told her
13 that she would be ideal to lead the vertical?

14 MS. GREENE: Objection.

15 THE COURT: Overruled.

16 A. No, I wouldn't have had that conversation of verticals. At
17 that time it wouldn't even have been a concept even on the list
18 of things I would be thinking about.

19 MR. GAGE: Your Honor, I'd like to hand the witness
20 another exhibit, go to D25.

21 THE COURT: All right.

22 Q. Mr. Stevens, do you know Nic Harteau?

23 A. I do.

24 Q. Before he came to Google, did you know Nic Harteau?

25 A. I had met him, yes.

NAJHRow2

Stevens - Direct

1 Q. How had you met Nic Harteau prior to him joining Google?

2 A. So Nic worked at Spotify, which probably most people have
3 heard of, and they were just beginning evaluating using Google.
4 They hadn't really moved much to cloud yet. And they were
5 evaluating Google as their cloud provider, so I met him in
6 those conversations.

7 Q. Did Spotify eventually come to Google Cloud?

8 A. They did.

9 Q. Were you at all involved in that process?

10 A. Deeply.

11 Q. As that was happening, did you have interactions with
12 Mr. Harteau?

13 A. Yeah, many, many, many hours, yes.

14 Q. Did you have the opportunity to engage in substantive
15 technical discussions with Mr. Harteau?

16 A. Yeah, very much so.

17 Q. Whiteboarding sessions?

18 A. Yes.

19 Q. And what was your understanding of Mr. Harteau's role at
20 Spotify during that process?

21 A. As I — as I recall, he was the vice president of
22 engineering. So it was the whole team that would have — would
23 have done the — that ran their existing IT infrastructure,
24 which a lot of it was in their own data centers. So that whole
25 team that was building Spotify as we know it but also would

NAJHRow2

Stevens - Direct

1 have been responsible for doing the migration to Google Cloud.

2 Q. By the way in case folks might not know, what does
3 whiteboarding mean?

4 A. It's grabbing that whiteboard over there, old school using
5 pens and drawing pictures and technology stacks. It's just —
6 you can't do that virtually. There's nothing better than a
7 whiteboard to do this kind of thing.

8 Q. And if we look at the — under the word "assessments" here
9 on the first page of D25, it says, "Statement of support from
10 Brian Stevens." Is this something that you wrote?

11 A. Yeah, appears that way.

12 Q. It indicates that you "strongly support Nic Harteau for
13 hire as an L9 in the office of the CTO. One of the strongest
14 packets I've seen."

15 Can you explain why Nic Harteau was hired as a
16 Level 9?

17 A. His depth of understanding technology wasn't just at the
18 top level, it was all the way down. So, like, in the
19 discussions we would have, we would go very deep into not just
20 the products in Google Cloud but the attributes of those. And
21 moreover, he didn't depend on his team to do that, he directly
22 knew the knowledge and was driving those decisions for Spotify.

23 Then he came with, like, the second bonus. He had
24 already seen the movie before because he'd already migrated
25 this massive application that preexisted and made all the

NAJHRow2

Stevens - Direct

1 choices of how they were going to integrate and run that on a
2 cloud. And so with that, there's zero learning curve. You can
3 put him in front of a customer immediately, and he could
4 explain every Google Cloud service as well as help guide that
5 customer with choices they would need to make.

6 Q. Based upon what you knew about Mr. Harteau's experience and
7 background, did you believe you could expect more from him than
8 you could expect from Ms. Rowe?

9 A. Yeah, certainly.

10 Q. And what more could you expect from Mr. Harteau that you
11 would not be able to expect from Ms. Rowe?

12 A. On day one you mean?

13 Q. Yeah.

14 A. OK. Yeah, he just had the full — like I said, he would be
15 able to activate customers immediately. You could throw him in
16 with any customer that was considering a migration, and he
17 would explain not just the benefits but how they'd actually go
18 about that. He just, frankly, wouldn't have needed any
19 training whatsoever.

20 Q. Would he have needed any training in Google Cloud platform?

21 A. No, no.

22 Q. After Mr. Harteau started working in OCTO, did you work on
23 any projects with him?

24 A. I did.

25 Q. OK. Can you just describe some projects that you worked

NAJHRow2

Stevens - Direct

1 with Mr. Harteau on.

2 A. Yeah, sure. The one — well, one — the first one came out
3 of — because, believe it or not with Spotify, we were actually
4 going to be more expensive for them than a competitor, than
5 Amazon. So the first technical collaboration we did, we
6 created a new type of virtual computer instance that was kind
7 of sized right for their needs, and that was that business
8 technical implementation that made us more cost-efficient for
9 — for Spotify, and that's why we won the deal.

10 And then second was it's really hard for customers,
11 just like I said before, to migrate. It's really — sometimes
12 it costs them more to actually migrate to cloud than it saves
13 them. And so what we were — what I had conceptualized with
14 Diane's staff was a particular engineering project that would
15 allow them to migrate from their existing — kind of where they
16 store their data and onto the cloud more easily. So it was
17 both a business value of that but then a technical
18 implementation of that to make it very easy for customers to
19 do.

20 Q. And Nic Harteau worked on those projects with you?

21 A. He did. He did.

22 Q. Did Ms. Rowe ever work on similar projects with you?

23 A. With me directly? No, not with me directly like that.

24 Q. And why did Ms. Rowe not work on those two projects?

25 A. Why did she not? Well, you know, quite frankly, like, she

NAJHRow2

Stevens - Direct

1 just worked less with the engineering teams, you know, at
2 Google, and we — the types of work that we were going to be
3 doing wouldn't be something that we at CTO built on top. It
4 would have been something that you go and work with the
5 engineers that were actually building our cloud, and you would
6 go whiteboard with them and talking about what you needed them
7 to build, right? So he had that — that's kind of who Nic was.
8 He was really immersed in working with the engineering teams.

9 MR. GAGE: Your Honor, may I approach the witness with
10 another?

11 THE COURT: Yes.

12 MR. GAGE: This is D27.

13 Q. Mr. Stevens, who is Paul Strong?

14 A. Paul Strong was also somebody that we hired into OCTO.

15 Q. Prior to him being recruited to OCTO, did you know of him?

16 A. I had met him at least once, yes.

17 Q. And how had you met him?

18 A. Back when I was saying that I was interviewing at VMware,
19 he was — I probably met four or five people during that
20 process, and Paul was one of them.

21 Q. And what was he doing at VMware at the time?

22 A. He was — I don't know — I don't recall his exact title.
23 It's in here. But what he was — is back to VMware, it was
24 what I had talked about, like, migrating is hard, and so what
25 he would do was he was deeply technical across VMware's

NAJHRow2

Stevens - Direct

1 products, and then he would work with for the field. For the
2 field means he's working and supporting sales. He liked not
3 just working on engineering but actually helping customers
4 adopt the technology, so he was the CTO of the field
5 organization for VMware.

6 Q. OK. At the time he was being recruited to Google, did you
7 have an understanding of what his trajectory at VMware was
8 likely to be?

9 A. I did. I did, yes.

10 Q. And what did you understand?

11 A. Well, it came through conversations because, remember, I
12 had taken the job offer to join them as CTO, but I knew — part
13 of the reason I refused, I wasn't really interested in being a
14 CTO. I had been there, done that at Red Hat. And so the plan
15 for me with the CEO and CEO of EMC would be I would become the
16 CEO of VMware and then the CEO of VMware would become the CEO
17 of EMC, and Paul Strong was somebody I would mentor to be the
18 CTO of VMware during that process.

19 Q. And you interviewed Mr. Strong for the OCTO position,
20 correct?

21 A. Yes.

22 MR. GAGE: Can we go to, Jean — thank you. If we
23 could go to Mr. Stevens' interview.

24 Q. You write: "I'm supportive of hire. He's considered the
25 emerging CTO for VMware. We should start him in the CTO

NAJHRow2

Stevens - Direct

1 office, but we may find we need to tweak the role around him
2 once we better understand his strengths."

3 What did you mean by that statement, we may need to
4 tweak the role around him?

5 A. I was just stunned by the people that we could recruit into
6 individual contributor roles inside of the CTO office at
7 Google, quite honestly, because there's people like Paul, like
8 look what he'd already done, right, managed a large
9 organization, going to the heir apparent for the CTO of VMware.
10 I'm always nervous about not landing somebody at the
11 organization. How do you keep him happy and how do you give
12 them a career path and what the future is?

13 So my apprehension with Paul would be he'd outgrow us,
14 he'd outgrow the role really quickly, and we wouldn't have
15 something else to offer him. The tweak is what could we do to
16 give him more responsibilities so that he, one, would have an
17 opportunity to make an even bigger impact than contributor
18 could.

19 Q. Why was Mr. Strong hired as an L9?

20 A. Oh my gosh, for all the things I just said. He's — again,
21 no learning curve. Like, the — you know, because just the
22 technologies that VMware had already built, his understanding
23 of them, public spokesperson, you know, with — with customers
24 on why VMware and, etc. And not only that, he was — he
25 actually took — there's this thing called cloud native. And

NAJHRow2

Stevens - Direct

1 he actually was one of the first people that I's seen ever,
2 like, speaking about this, kind of this next generation thing
3 that people really hadn't even implemented yet.

4 So he was really far ahead, and customers really
5 looked at him as kind of a whisperer, if you will, about where
6 technology was going, and that was exactly, you know, what we
7 wanted in the CTO office.

8 Q. I'd like to move to D24.

9 Your Honor, if I could?

10 THE COURT: Yes.

11 Q. Mr. Stevens, who is Jonathan Donaldson?

12 A. He was a member of OCTO.

13 Q. Did you know of Mr. Donaldson before he joined OCTO?

14 A. I did.

15 Q. And how did you know of Mr. Donaldson before he joined
16 OCTO?

17 A. Because when he was at Intel, I would — I would have
18 worked with him when I was at Red Hat.

19 Q. Why was Mr. Donaldson hired as an L9?

20 A. Oh, just a super-senior technologist. I mean, not just his
21 work at Intel, the work that I had seen him at Intel, but a lot
22 of the work even prior to Intel that he did. The VCE was —
23 the V was VMware, the C was Cisco, and the E was EMC. So the
24 VCE company was bringing together these three companies and
25 building a product offering out of it. So in many ways VCE was

NAJHRow2

Stevens - Direct

1 the original cloud. They just didn't call it cloud back then,
2 and he led engineering for that effort.

3 Q. Now, was it just the number of years of experience he had?

4 A. Number — number of years doesn't really matter for
5 anything.

6 Q. What does matter?

7 A. Well, you can spend all your time not learning, right, or
8 you can spend all your time enjoying and doing the same thing.
9 There's nothing wrong with any of those. Everybody has
10 different — so I actually on resumes, ten years sometimes can
11 work against you, right, because I actually prefer to see
12 people that, for the roles that we're hiring in, like, get out
13 of their comfort zone and take a new mission. Don't get
14 complacent. Go learn a new thing. Solve a new problem. So
15 what I liked about him is he did have those chapters, but it
16 wasn't purely just the amount of years, it was what he did in
17 those times.

18 Q. Like to ask you about somebody else. Do you know who Scott
19 Penberthy is?

20 A. I do.

21 MR. GAGE: May I approach?

22 THE COURT: Yes, you may.

23 Q. D44. Was Scott Penberthy hired into OCTO?

24 A. He was.

25 Q. Are you familiar with Scott Penberthy's background?

NAJHRow2

Stevens - Direct

1 A. I am.

2 Q. Ms. Rowe has testified in this trial that she was better
3 qualified than Scott Penberthy. Do you agree with that
4 statement?

5 A. That she was better qualified? I couldn't say she was
6 better qualified, no. Scott was amazingly strong, right?
7 Ulku's amazingly strong, but Scott was amazingly strong as
8 well. I wouldn't say — they're very different.

9 Q. How was Mr. Penberthy very strong?

10 A. Just mind if I refresh my memory a little bit?

11 Yeah. Like, Scott, obviously, like, his background,
12 you know, is schooling at MIT and doing the formal, which I
13 think is great, but there's great paths that you can be very
14 successful without that formal training. So the schooling
15 isn't the only thing. But, like, when I — it's funny, when I
16 look at résumés like this, I always look, like I said, at what
17 they've done through their years. And one of the things that
18 stood out the most to me was his work at IBM, believe it or
19 not.

20 Q. Why is that?

21 A. Just because to become a vice president at IBM, you know —
22 and there's a difference between vice presidents that are in
23 sales organizations and vice presidents that are in engineering
24 organizations. And sales the VPs, you often have to have that
25 for the title to have the conversation with customers, so

NAJHRow2

Stevens - Direct

1 they're leveled differently. But the vice president of
2 engineering at IBM is very significant. Still is to this day.
3 It just means you have — like, not only do you have, like,
4 deep technology roots and skills, but you can actually lead a
5 team that actually is building the products, so yeah.

6 THE COURT: Mr. Gage, I'd like to give the jury a
7 break in about ten minutes.

8 MR. GAGE: Oh, OK. Great. Thanks. Saw you looking
9 at me, Judge. Thought that's where you were going with that.

10 Q. Do you know Brian Steikes?

11 A. I do.

12 Q. Who is Brian Steikes?

13 A. Member — was a member of OCTO. I don't know if he's still
14 there or not.

15 Q. Was Mr. Steikes hired as Level 8 technical director?

16 A. I believe so.

17 Q. By the way, was Mr. Penberthy hired as a Level 8 technical
18 director?

19 A. Yes, yes.

20 Q. Ms. Rowe testified in the trial that she was better
21 qualified than Mr. Steikes. Would you agree with that?

22 A. In — it would have to be in what capacity, right? There
23 are things that Ulku's amazing at, you know, that Brian
24 wouldn't have been, and there's things that Brian was amazing
25 at that Ulku would not have been.

NAJHRow2

Stevens - Direct

1 Q. Why did OCTO hire people with different qualifications like
2 that?

3 A. Swiss Army knife is a bad example, but like you — what I
4 was trying to assemble and kind of the mission was to have
5 people with different skill sets, right, and different domain
6 expertise. And with that, any type of customer that you found,
7 you know, you could deploy members of the CTO office, right, to
8 help them, whether that was in the data space or now the AI
9 space or the compute space or the networking space. And so it
10 was — what we didn't need was 50 people that all look exactly
11 the same, right? You wanted people that actually had diversity
12 within the group, technically and from a business perspective.

13 Q. I'd like to pivot away from OCTO and pivot to Mr. Shaukat's
14 organization. I think you said earlier he was — well, let me
15 ask you this: Was he a peer of yours on Diane Greene's team?

16 A. Yeah, I interviewed him when he was coming in, and then I
17 was his peer.

18 Q. When he was creating this industry partnership, this
19 vertical organization, did you participate in interviews of
20 people that he was looking to hire?

21 A. At least some of them, yeah. I don't know if I — I don't
22 think I interviewed everybody.

23 MR. GAGE: Your Honor, may I approach with?

24 THE COURT: Yes.

25 MR. GAGE: I'd like to go to P115.

NAJHRow2

Stevens - Direct

1 Q. Was Stuart Breslow one of the people that you interviewed
2 for a position on Mr. Shaukat's team?

3 A. Yeah, he was.

4 Q. What did you understand about the role for which you were
5 interviewing Mr. Breslow?

6 A. If I may, so it's very hard — so financial services and
7 health care are very regulated by the government industries,
8 and in many cases the regulators, the government regulators are
9 very specific on not just the regulations but how the
10 technology has to look to meet those regulations, and that was
11 why it was really difficult for regulated companies like
12 financial services to migrate to cloud, because they wouldn't
13 pass the regulatory scrutiny.

14 So one of the things that we wanted to do in Google
15 Cloud was to understand those regulations better, be able to
16 work with regulators, be able to work with banks on how they
17 could meet the regulations even though the technology stack
18 they would be using would be very different.

19 Q. And I'd like to go to the page on this exhibit that
20 reflects your interview, if you could flip to that page. I
21 believe it's on the screen.

22 A. Faster on the screen.

23 Q. You have it?

24 A. On the screen I see it. I don't see my comments, but I
25 see —

NAJHRow2

Stevens - Direct

1 Q. And if we go to the next page, we can see your comments.

2 A. OK.

3 Q. Did you believe Mr. Breslow was qualified for the role that
4 you understood he was interviewing for?

5 A. Yeah, I did.

6 Q. You wrote "more than qualified." How was he more than
7 qualified, in your opinion?

8 A. Because he understood everything about — not just
9 everything about regulatory, he understood the bank at the
10 highest level, at the executive level on regulatory. He was
11 that senior. And then it also meant that he had — he would
12 have had relationships with basically all the regulators
13 globally. He already would have had those, and that was
14 exactly what we needed.

15 Q. Now if we could look down to the bottom, see where it says
16 "Interview notes?" See where it says: "How did we get
17 connected? Via recruiter. He was involved in McKenzie
18 proposal to Google on how to work with regulators."

19 Was that something that you were also involved with?

20 A. I don't recall seeing that report, no.

21 Q. OK. Could we go down to the bottom where it says
22 "Questions." You wrote: "Questions didn't really apply all
23 that well because he's much more senior, and he went off
24 script."

25 What does that reflect?

NAJHRow2

Stevens - Direct

1 A. You can see, like, all the questions. I don't know if you
2 — you all see the same things I see, see the questions I was
3 intending to ask.

4 MR. GAGE: Will you show the questions at the top.

5 A. Like I always — yeah, that's how I get my thoughts. We
6 didn't get — it was just — he was just a level above that,
7 you know, like the level of detail on it. And, yeah, I don't
8 recall the exact conversation. I remember exactly where I was
9 sitting when I met him in New York, but I don't recall the —

10 MR. GAGE: You can take that down, Jean.

11 Q. Mr. Stevens, is the work that Ms. Rowe was performing in
12 OCTO the same as the work you understood Mr. Breslow was being
13 hired to do?

14 A. No, he would have been — no. I mean, he was focused on
15 the regulation side.

16 Q. Now, at some point did you understand that four of the
17 technical directors in OCTO were moving over to Mr. Shaukat's
18 organization?

19 A. I did.

20 Q. And do you recall how that decision came about?

21 A. Diane Greene, our CEO, our boss, we were bringing in
22 another person to lead sales besides Tariq, somebody that had
23 already been at Google. We were starting to scale revenue.
24 And so Tariq was much more of a relationship person with
25 customers, like really interested in what they were doing, but

NAJHRow2

Stevens - Direct

1 to scale, that doesn't work. You know, you have to be able to
2 work with thousands and thousands. So we were bringing in
3 somebody that could run sales.

4 So with that, it created a new opportunity of how to
5 deploy Tariq, and so the — Diane's idea was to do that
6 verticalization thing you were talking about under Tariq with
7 him still reporting to her. So as I was saying before, when
8 you do that, you want to bring in all the assets across all the
9 different types of roles underneath that. And so Diane was
10 very explicit — wasn't first time she had done that. She was
11 very explicit on the — if we had, like, people that had
12 industry experience on the technology side in the CTO office,
13 that they should be in that group.

14 Q. And did that group include Ms. Rowe?

15 A. Yeah, it did.

16 Q. And Jeff Kember?

17 A. It did.

18 Q. And Evren Eryurek?

19 A. Yes.

20 Q. And Ben Wilson?

21 A. Yes.

22 Q. And what was your understanding of what work they were
23 expected to perform in Mr. Shaukat's organization?

24 A. It would have been the same role. And you'd find that odd,
25 like, well, then why would you do that? You'd do it because

NAJHRow2

Stevens - Direct

1 you can only have one boss. So you couldn't have Will — Will
2 Grannis working for me saying here's the focus and the
3 priorities and the accounts, you know, that OCTO is working on.
4 We had to — like, now it's going to be Tariq. Tariq was going
5 to be making — was going to be calling the strategy of which
6 accounts and what the strategy was. And so same role but new
7 boss, yeah.

8 Q. And at the time that decision was made to move these folks
9 into Mr. Shaukat's organization, did you expect that any or all
10 of the four of them would be leading the verticals in
11 Mr. Shaukat's organization?

12 A. That they would be leading the verticals? I didn't really
13 know what he was looking for, for leading verticals, to be
14 honest. I don't ever recall having a conversation with him
15 around here's how I'm going to build my organization. Like,
16 here's the roles we're going to do. We didn't have that
17 conversation.

18 Q. At some point did you ask Mr. Shaukat to consider Ms. Rowe
19 for the financial services vertical lead role?

20 A. Yeah, I did.

21 Q. Why did you do that?

22 A. Because she's really strong in financial services, and so
23 that's one. She was going to be moving to his group anyway,
24 right, and so everybody should be considered. I feel strongly
25 about that.

NAJHRow2

Stevens - Direct

1 Q. Did you also interview someone named Diana Layfield?

2 A. Yeah, I did.

3 MR. GAGE: Your Honor, may I pass up one more?

4 THE COURT: Yes.

5 MR. GAGE: Two minutes.

6 Q. And, Mr. Stevens, who is Diana Layfield?

7 MR. CHIARELLO: What's the witness looking at?

8 MR. GAGE: I'm sorry, D70. I'm sorry.

9 You can hold off, Jean. I believe it's already in
10 evidence.

11 MR. CHIARELLO: We just want to know.

12 MR. GAGE: My apologies for not.

13 THE COURT: Is Ms. Gutierrez putting it up? I'd like
14 to see it.

15 MR. GAGE: Yes. I'm sorry, Judge. Forgot.

16 A. Do you want to —

17 Q. Yeah. Did you interview her for the financial services
18 vertical lead role?

19 A. Yeah. This is bringing this back to me, yes.

20 Q. And what was, at the time you interviewed her for the role,
21 your understanding of her background?

22 A. She was elsewhere in Google, so she wasn't in cloud at the
23 time, but from the title, she was partnerships in Europe at the
24 vice president level.

25 MS. GREENE: Your Honor, I believe this may be a

NAJHRow2

Stevens - Direct

1 document subject to the limiting instruction.

2 MR. GAGE: Is it?

3 MS. GREENE: We can come back to it at the break.

4 THE COURT: Maybe this is a good time for the break,
5 then. Is that OK with you?

6 MR. GAGE: That's fine, your Honor.

7 THE COURT: All right. So, members of the jury, it is
8 now 11 a.m. We're going to take our midmorning comfort break.
9 See you back here at 11:15. Please do not talk to each other,
10 anyone else about the case. Please don't do any research about
11 the case.

12 Thank you.

13 (Jury excused)

14 (Continued on next page)

NAJHRow2

1 (Jury not present)

2 THE COURT: OK. Mr. Stevens, you may step down. And
3 if you wouldn't mind leaving the courtroom, I'd like to speak
4 to the lawyers just for a moment. Thank you.

5 (Witness temporarily excused)

6 THE COURT: Everybody, please be seated. I'm just
7 looking for that limiting instruction, but we might have to do
8 it a minute or two before the jury comes back in.

9 MS. GREENE: Your Honor —

10 (Continued on next page)

NAJVRW3

Stevens - Direct

1 THE COURT: Exhibit -- what was that exhibit again?

2 MR. GAGE: This last one you mean?

3 THE COURT: Yes.

4 MR. GAGE: 70, D-70.

5 THE COURT: Exhibit D-70 is admitted only for its
6 effect on anyone who reviewed these materials, which are
7 hiring-related materials. You may not consider them for their
8 truth, meaning you may not consider them as evidence that Diana
9 Leyfield actually had the qualifications for which role?

10 MR. GAGE: Financial services vertical lead.

11 THE COURT: Okay. And then the rest. You may give
12 this evidence such weight as you feel it deserves, etc.

13 Okay. So we'll start with that.

14 All right. Thank you.

15 (Recess)

16 (Jury present)

17 THE COURT: Mr. Stevens, you are still under oath.
18 Go ahead, Mr. Gage.

19 MR. GAGE: Thank you, your Honor.

20 THE COURT: Oh, Mr. Gage, excuse me, this is --

21 MR. GAGE: Oh, yes, yes.

22 THE COURT: Let me just speak to the jury one moment.

23 So members of the jury, I'm now going to give you a
24 limiting instruction relating to the document that you're about
25 to see. And it's a limiting instruction that I've given you

NAJVRW3

Stevens - Direct

1 before, so it might sound familiar.

2 You are about to see Exhibit D-70. Exhibit D-70 is
3 admitted only for its effect on anyone who reviewed these
4 materials, which are hiring-related materials. You may not
5 consider them for their truth, meaning you may not consider
6 them as evidence that Diana Leyfield actually had the
7 qualifications for financial services vertical lead. You may
8 give this evidence such weight as you feel it deserves, but
9 only for the limited purpose for which it has been offered and
10 for no other purpose.

11 Okay, Mr. Gage.

12 MR. GAGE: Thank you, your Honor.

13 Jean, can we go to D-70. And I believe it's page 7.

14 BY MR. GAGE:

15 Q. Mr. Stevens, working with the hard copy, I want to go to
16 the page where it refers to your interview. Do you see that?

17 A. I do.

18 Q. You wrote: She had a solid understanding of cloud and
19 touched on some AI use cases. But I most appreciated how I
20 could see her mind working the angle of business impact with
21 tech as the enabler. Very smart and easy to interact with.

22 Is that something that you wrote?

23 A. Yeah, appears to be.

24 Q. Do you recall what Ms. Leyfield had been doing at Google at
25 this point in time?

NAJVR0W3

Stevens - Direct

1 A. From what the resume says, I didn't -- she wouldn't have
2 been somebody I would have interacted with pretty much in my
3 role, yeah.

4 Q. Now, if we look down at the bottom of this page of the
5 exhibit, see where it says "Interview Notes"?

6 A. Yes, I do.

7 Q. What exposure have you had to Cloud in your current role?
8 Would that have been a question that you would have talked to
9 her about?

10 A. Yeah, the equal sign ones are my way of my own notes of
11 questions, yes.

12 Q. And what follows the lines with an equal sign, what does
13 that reflect?

14 A. That would have been the notes I was taking about her -- my
15 summary of what she told me in answer to that question.

16 MR. GAGE: Okay. And if we could just flip to the
17 next page, Jean.

18 Q. Take a look at that. Is that the same for this entire
19 page?

20 A. Yeah, without the equal sign, sorry, or comments I was
21 taking as she was speaking, yes.

22 Q. Okay.

23 MR. GAGE: Your Honor, I have no further questions for
24 Mr. Stevens.

25 THE COURT: Okay.

NAJVR0W3

Stevens - Cross

1 CROSS-EXAMINATION

2 BY MS. GREENE:

3 Q. Hello, Mr. Stevens.

4 A. Hi.

5 Q. You were only indirectly involved in the decision as to
6 what levels the OCTO directors should come in at; correct?

7 A. Indirectly?

8 Q. Is that correct?

9 A. It would have been proposed to me. I would have -- I had
10 to approve it.

11 Q. You had indirect involvement; correct? You were not the
12 one making the decisions; it was recommended to you --

13 A. I would have had to approve them, yes.

14 Q. And at the time there was no ladder for this position;
15 correct?

16 A. What is "this position"?

17 Q. The technical director position, the technical solutions
18 consultant.

19 A. No. When I hired Will, the first thing we did was started
20 working on the ladders.

21 Q. So is it your testimony at the time the technical directors
22 were hired in the first wave there was a ladder?

23 A. Yeah, I certainly believe so, yes.

24 Q. Did you ask if there was a ladder?

25 A. It was the first thing that I had Will start working on and

NAJVR0W3

Stevens - Cross

1 actually, yup, we actually borrowed a ladder that was used for
2 the field consultants on the sales side. We took that as a
3 starting point and then we modified it.

4 Q. Did you look at the ladder in connection with the hiring of
5 Ms. Rowe and the L9 technical directors?

6 A. I would have, and then HR would have as well, yeah.

7 Q. Do you know whether the ladder went up to L9?

8 A. I don't recall.

9 Q. Do you recall what factors differentiated an L8 and L9 on
10 that ladder?

11 A. Yeah, I would have.

12 Q. What were the factors that differentiated them?

13 A. Very much like how we just described the past candidates.
14 The Level 9 would have been somebody that just end-to-end
15 understands the full technology stack, the full breadth, the
16 applications, and why somebody would port the cloud and how
17 they would go about it. Just the complete -- you're looking
18 for the complete package, right, of somebody that's probably
19 not needing any training.

20 Q. Do you know what factors Mr. Grannis and HR considered with
21 respect to the leveling of these individuals?

22 A. They would have used the factors that were in the
23 ladder.

24 Q. And are you saying you know what the details of those
25 factors are, is that what you just --

NAJVR0W3

Stevens - Cross

1 A. I don't recall the exact details, no.

2 Q. Can we go to your deposition. I want to look at 63,
3 beginning at line 7, through 21.

4 (Video played)

5 Q. Mr. Stevens, was that your testimony about three years ago?

6 A. Yeah.

7 Q. Now, in interviewing Ms. Rowe, did you ask her about her
8 C-suite relationships?

9 A. Yeah. I don't recall the specific questions that I asked
10 her. It would have been in the packet.

11 Q. Did you ask her about her cloud experience?

12 A. She didn't have any cloud experience.

13 Q. Did you know that she had actually been on the cloud
14 strategy council at J.P. Morgan Chase?

15 A. I did not. I knew the person that led the CIO for all of
16 J.P. Morgan Chase, and that was the person that I actually had
17 met with and she was a part of that.

18 Q. It's your testimony she was not part of that council?

19 A. I don't know if she's part of a council. I'm saying a
20 group of 30 people from J.P. Morgan Chase came and visited
21 Google Cloud and I presented to them at meetings with them and
22 she wasn't part of that.

23 Q. When was that?

24 A. Sometime during my early tenure there, before she was at
25 Google. Probably would have been like 2015, 2016, something

NAJVR0W3

Stevens - Cross

1 like that.

2 Q. Do you know whether Ms. Rowe was actually in the process
3 and leading the process to migrate J.P. Morgan Chase's risk
4 functions to the cloud at the time you interviewed her?

5 A. No, I don't know that.

6 Q. There were other L9s who didn't have cloud experience;
7 correct?

8 A. Possibly.

9 Q. Mr. Strong -- VMware was just one component of Cloud,
10 correct, one of the underpinnings of Cloud?

11 A. No, that's not correct. VMware built -- had their own
12 clouds. So they are call vCloud Air. So they actually sit out
13 and were competing with the Google's AWSs completely
14 end-to-end.

15 Q. Actually, didn't VMware migrate to the cloud AWS in 2017?

16 A. I spent a year working with the CEO of VMware. And we were
17 porting that and we were building a VMware clouding experience
18 on top of GCP, and then later they ended up doing it with AWS.

19 Q. Okay. That's what you did with VMware; correct?

20 A. That's right. With the engineering team.

21 Q. And during that time --

22 A. I led that, yes.

23 Q. -- Mr. Strong was a field CTO; correct? He was not the
24 CTO?

25 A. He was going to be the CTO; correct.

NAJVR0W3

Stevens - Cross

1 Q. But he never actually became the CTO; correct?

2 A. I'm not sure. I think we hired him away before he could
3 have been.

4 Q. Now, of the L9s and Ms. Ulku that you interviewed, you
5 actually -- she was tied for the highest score that you gave
6 any of the individuals; correct?

7 A. If you say so.

8 Q. Now, you talked about Mr. Breslow's work on regulatory
9 work. And would you agree that regulatory work is critical and
10 crucial to achieving migration to Cloud for the financial
11 services industry?

12 A. It's one small piece of friction that I can explain more if
13 you would like me to elaborate on what I mean by that.

14 Q. So is your testimony that Mr. Breslow's role was a smaller
15 role because it was only one piece of the puzzle?

16 A. No, I'm just saying it's a specific accomplishment that you
17 have to do to work with regulators to help them understand how
18 Cloud meets the regulatory requirements. So I'm not trying to
19 dismiss it; I'm just saying it's a focus, it's a very focused
20 space.

21 Q. And were you familiar with Ms. Rowe's work with regulators?

22 A. At Google or prior?

23 Q. At Google.

24 A. Yeah, she -- if I recall, she joined several from OCTO when
25 they -- because I was trying to have -- you need to build

NAJVR0W3

Stevens - Cross

1 relationships with the regulators to help them understand why
2 Cloud works differently, yet it still can pass their regulatory
3 requirements. So I think she was, along with some other people
4 in OCTO, have -- you know, Australia and other places, had
5 visited some of the regulators to explain -- explain that,
6 yeah.

7 Q. Wasn't she actually leading those efforts for financial
8 service regulators?

9 A. Could have been, but I don't know.

10 Q. And financial service regulators actually requested her by
11 name; correct?

12 A. I don't know. If you say so.

13 Q. You did not interview Ms. Rowe for the financial services
14 vertical lead position; correct?

15 A. I don't believe so.

16 Q. But you were supportive of her for that role; correct?

17 A. I was supportive of her being considered.

18 Q. Do you know why you weren't interviewed?

19 A. I had already interviewed her.

20 Q. You'd interviewed her for the OCTO role; correct?

21 A. That's right.

22 Q. But you didn't interview her for the financial services
23 vertical lead role; correct?

24 A. No, I didn't interview her for that role.

25 Q. And you were not asked to provide any feedback in

NAJVR0W3

Stevens - Cross

1 connection with that role either; correct?

2 A. I could have had a conversation with Tariq, but I don't
3 recall.

4 Q. Do you recall whether you were asked to provide a
5 reference?

6 A. I think it was clear that I was a reference because I was
7 asking Tariq to consider her.

8 Q. In interviewing Ms. Leyfield, you weren't doing any sort of
9 comparison of her to Ms. Rowe; correct?

10 A. No, I wasn't. They were -- yeah.

11 Q. And I believe with Ms. Leyfield, your ultimate
12 recommendation was leaning higher; correct?

13 A. That's right.

14 Q. And above that is higher; is that right?

15 A. That's right.

16 Q. And then strong higher?

17 A. That's right.

18 Q. Is there something above strong higher?

19 A. It's been a while for me. But leaning higher often, just
20 for clarification, means you'll see -- like, you can see --
21 like, when I do leaning higher, leaning higher might mean
22 because you don't fully understand how they plan to use the
23 person. So when I say leaning higher, I'll measure them on a
24 dimension that I understand, and then there might be some
25 unknowns that I don't know about that particular role. And so

NAJVR0W3

Stevens - Redirect

1 I'll say leaning higher based on, you know, this other aspect.

2 Q. You didn't do anything to document what your basis or
3 belief was for the levels that the men received, the L9 men
4 received at the time they were being hired, did you?

5 A. I don't think I understand the question.

6 Can you restate it?

7 Q. Did you do any sort of leveling justification or leveling
8 explanation for why those men should be brought in as an L9?

9 A. Other than reviewing packets. I mean, you look at the
10 people that interviewed them, you look at the referrals, you
11 look at what they've done. It's the whole complete package
12 that you see, so I would have reviewed that.

13 Q. But you weren't reviewing that against any sort of leveling
14 guide; correct?

15 A. I believe we had a leveling guide for that. You're saying
16 that maybe it didn't go to Level 9, but I don't recall that.

17 Q. You were never interviewed by ER in connection with this
18 matter, were you?

19 A. ER.

20 Q. Employee relations.

21 A. Related to this, no.

22 MS. GREENE: No further questions.

23 MR. GAGE: Just a few questions, Judge.

24 REDIRECT EXAMINATION

25 BY MR. GAGE:

NAJVR0W3

Stevens - Redirect

1 Q. Mr. Stevens, the deposition that Ms. Greene played was
2 taken -- you gave your deposition in November of 2020; correct?

3 A. Yup.

4 Q. That was almost three years ago?

5 A. Right.

6 Q. At the time you gave your deposition, how long had you been
7 gone from Google?

8 A. I want to say May of 2019, so close to a year and a half
9 probably.

10 Q. Ms. Greene asked you some questions about a ladder and you
11 referenced a TSC ladder, I think you referenced.

12 A. Right.

13 Q. Did it take some time for Mr. Grannis to build out the
14 ladder for the technical director role?

15 A. Possibly.

16 Q. Whose decision was it to select the financial services
17 vertical lead?

18 A. Tariq and probably Diane on top of that, yeah.

19 Q. It wasn't your decision, was it?

20 A. No.

21 Q. Ms. Greene asked you why you didn't interview Ms. Rowe for
22 the financial services vertical lead position, and I think you
23 said you had already interviewed her, right?

24 A. Right.

25 Q. Was it common for someone like yourself not to interview

NAJVR0W3

Lawrence - Direct

1 someone a second time, even if they are being considered for
2 another role?

3 A. I can't think of a time in my entire career where I've
4 interviewed somebody twice, even as they moved in different
5 roles.

6 MR. GAGE: No further questions, your Honor.

7 THE COURT: Okay.

8 MS. GREENE: Nothing more.

9 THE COURT: Okay.

10 Mr. Stevens, you're excused with our thanks.

11 (Witness excused)

12 MS. TOMEZSKO: Your Honor, Google calls Melissa
13 Lawrence.

14 MELISSA LAWRENCE,

15 called as a witness by the Defendant,

16 having been duly sworn, testified as follows:

17 MS. TOMEZSKO: May I proceed, your Honor?

18 THE COURT: You may.

19 DIRECT EXAMINATION

20 BY MS. TOMEZSKO:

21 Q. Good morning, Ms. Lawrence.

22 A. Hello.

23 Just for everyone, I wear assistive hearing devices in
24 both ears. So if everyone could speak up, I'd really
25 appreciate it.

NAJVR0W3

Lawrence - Direct

1 Q. I will project.

2 A. Thank you.

3 Q. Can you briefly describe for the jury your background at
4 Google and the various roles that you have held in your time
5 there?

6 A. Absolutely. I joined Google in 2011. The company that I
7 was the HR director for was acquired by Google, a company
8 called ITA Software. I did HR for the acquired client group
9 for about two years. And then moved to the M&A HR team. Was
10 on the M&A HR team for about three years, mostly helping other
11 companies that were being acquired navigate Google.

12 And in 2016, I moved to Google Cloud Platform, where I
13 was an HR business partner primarily for two individuals: Brad
14 Calder, who led an engineering group for GCP; and a gentleman
15 named Brian Stevens, who you just met previously, who led
16 product management for Google Cloud Platform. So I was the HR
17 partner for those two gentlemen and then subsequently, the
18 office of the CTO that Brian and a gentleman named Will Grannis
19 and I cofounded in 2017, I think. And then -- so I was with
20 that group until about two -- it's been until October of 2021.

21 And at that time I switched and I became a chief of
22 staff and left the HR profession. And today I am the chief of
23 staff for a group that's called ML Systems and Cloud AI, which
24 essentially does all of the back-end ML infrastructure for
25 Google Cloud Platform.

NAJVR0W3

Lawrence - Direct

1 Q. Thank you, Ms. Lawrence.

2 Now, you had mentioned you were working with both
3 Brian Stevens and Will Grannis. You said you were co-founder
4 of the office of the CTO; is that right?

5 A. That is correct.

6 Q. And is "OCTO" another term used to refer to the office of
7 the CTO as it existed in Google Cloud?

8 A. Yes. We most commonly refer to it as OCTO; correct.

9 Q. Can you just give a very brief description of the kind of
10 team you were trying to build when you were a co-founder with
11 those two gentlemen for OCTO?

12 A. We were trying to build a team that was as diverse as the
13 client base that we were aspiring to build at the time. Google
14 Cloud Platform was very nascent in 2016/2017. OCTO was really
15 founded to be what we call a bridge function, to be a bridge
16 between engineering and sales, and support our top customers
17 and be what we call trusted advisers to those top customers,
18 usually the CTO of those top customers. So that was really the
19 vision of trying to bring people from all different backgrounds
20 and domain specialties into the office of the CTO to service
21 those top customers.

22 Q. Do you recall who the first external hire into OCTO was?

23 A. Yes. His name was Evren, and I always screw up his last
24 name. It's Eryurek, I think.

25 Q. What do you recall about Mr. Eryurek and his candidacy for

NAJVROW3

Lawrence - Direct

1 the technical director role in OCTO?

2 A. I remember that Evren -- we were really excited about
3 Evren. He had led a very large team at General Electric, I
4 believe. And we really felt like he was like a great first
5 candidate for OCTO that had the customer-facing skills, but
6 also the deep technical background, which is really what we
7 were looking for.

8 Q. I'd like to show you a document, and this has been marked
9 as Defendant's 42.

10 MS. TOMEZSKO: Can you please pull that up, Jean.

11 Q. Ms. Lawrence, do you recognize this document?

12 A. I'm not sure I've ever seen it, but it is what we call a
13 hiring dossier for a candidate, yes.

14 Q. And I'd like to direct your attention to the date on the
15 top upper left corner here. There you go.

16 A. Yeah.

17 Q. Now, I think you said you had founded the OCTO function in
18 2017. If Mr. Eryurek's packet is dated September 2016, does
19 that refresh your recollection as to when you were --

20 A. Yes. I wasn't sure. It's been a long time. I wasn't sure
21 if we founded it in 2016 or 2017, but this clarifies my memory.
22 Thank you.

23 Q. Yup.

24 MS. TOMEZSKO: Can we flip to the third page of this
25 document, Jean.

NAJVR0W3

Lawrence - Direct

1 Q. Ms. Lawrence, I'd like to direct your attention to an email
2 on the bottom -- or what appears to be an email dated Thursday,
3 September 22nd, 2016. I'll make that bigger for you.

4 A. Great. That's magic.

5 Q. Thank Jean.

6 Ms. Lawrence, do you recognize this as an email from
7 you on or around September 22nd, 2016?

8 A. I don't remember it, but I recognize that it comes from me,
9 yes.

10 Q. And it's entitled to "Hi Becky." Do you know who Becky
11 would refer to there?

12 A. Yes, so Becky Busick was the HR partner for Diane Greene.
13 So Diane Greene was Brian Steven's boss at the time and was the
14 CEO of Google Cloud.

15 Q. If I could direct your attention to the second paragraph of
16 this communication. It says: Brian leveled him -- is the
17 "him" there referring to Mr. Eryurek?

18 A. Yes.

19 Q. Brian leveled him as an L9 and we are using the TSC ladder.
20 The only job code at L9 is a director code. There is an L8 IC
21 principal, but no corresponding L9 IC code. Do you see that?

22 A. That's correct. I see it.

23 Q. What does "IC" refer to?

24 A. IC refers to individual contributor. All of the office of
25 the CTO technical directors that we were hiring were going to

NAJVR0W3

Lawrence - Direct

1 be individual contributors in the roles that they were playing
2 with OCTO.

3 Q. And further down you say: Can you please confirm that you
4 are okay with us using the director job code for an IC for now
5 and we will either, A, create an L9 IC code; or B, create a new
6 ladder. Do you see that?

7 A. Yes, I do.

8 Q. What exactly were you referring to or asking Becky about
9 there?

10 A. Yeah. So the director title refers to someone who is
11 managing people. So if we were hiring an individual
12 contributor, typically, we don't call these people directors;
13 we call them an L8 is a principal, in this case technical
14 solutions consultant; an L9 would be a distinguished technical
15 solutions consultant; and then an L10 would be a VP.

16 So what I'm asking Becky or -- I'm really telling
17 Becky, to be honest, but what I'm asking Becky is it would --
18 is it okay if we create an L9 IC job code, which we
19 subsequently did at some point. And the job code distinguished
20 technical solutions engineer -- technical solutions consultant
21 was created.

22 Q. And that job code that you created, does that refer --
23 correspond to a Level 9 technical director in OCTO?

24 A. That is correct.

25 Q. Do I hear you correctly that you created a new job code for

NAJVR0W3

Lawrence - Direct

1 Level 9 technical directors in OCTO?

2 A. That is correct. Yup.

3 MS. TOMEZSKO: And we can take this down.

4 A. I just want to clarify that the technical solution
5 consultant job family is used throughout Google; it's not
6 exclusively used in the office of the CTO.

7 There were discussions -- the part B, create a new job
8 ladder, there were discussions about do we need a specific job
9 ladder for the office of the CTO or were the job
10 responsibilities substantially the same that we could use in
11 the existing job code, which was -- job family, which was
12 preferred by everyone at Google. And so that's what we did is
13 we created a IC job code for L9 on the TSC ladder.

14 Q. Got it. Thank you for the clarification.

15 A. Sure.

16 MS. TOMEZSKO: If we could take that document down.

17 I'd like to now pull up Plaintiff's Exhibit 8, please.

18 Q. Ms. Lawrence, take a look at this document. My question is
19 going to be, do you recognize it?

20 A. I do recognize it, yes.

21 Q. And what is it?

22 A. This is an email to the office of the CTO Googlers who were
23 going through the performance management cycle in the fall of
24 2017.

25 Q. And the subject line that we see, "Re Preparing for Perf,"

NAJVR0W3

Lawrence - Direct

1 what is "perf"?

2 A. So perf is our performance management process. At the time
3 of this email, which is 2017, we had a process by which
4 Googlers wrote a self-assessment. Then we solicited -- they --
5 they, the Googlers, solicited peer feedback, three to five
6 peers. And then a manager wrote an additional assessment after
7 the Googler wrote their assessment, and the peer feedback was
8 submitted.

9 Q. And to be clear, when you refer to a Googler, is that a
10 Google employee?

11 A. Yes, that is. Sorry.

12 Q. No apology necessary.

13 What was your intent or purpose in sending this
14 communication to the recipients on this email?

15 A. Looking through, it says: One of you asked, but for the
16 benefit of all. That indicates to me -- I don't remember, but
17 that indicates to me that it was brought up in a team meeting
18 and I was following up. And what I was doing was providing the
19 OCTOs on this email reference material for their
20 self-assessment so that they could use that -- that benchmark
21 to write their self-assessments.

22 Q. The reference material that you just spoke about, how did
23 you select which reference material to send them?

24 A. So backstory. The technical solution consultant job family
25 is primarily used in the sales organization. And the sales

NAJVR0W3

Lawrence - Direct

1 organization, instead of using role descriptions by level, they
2 typically use what they call GBO or global business
3 organization attributes. And so there wasn't a lot of
4 documentation around what the expectations by level of a
5 technical solutions consultant at this time.

6 So what I was trying to do was provide other material
7 that would help the individuals write their self-assessment.
8 So I included the job description or part of the job
9 description that was pasted below, and I also used a general
10 engineering level guide that was general expectations for
11 anyone in an engineering job at the different levels.

12 Q. And the technical director role in OCTO, as far as you
13 understood it, was that an engineering job?

14 A. Yes. In the way it was being performed in office of the
15 CTO, yes, it was.

16 Q. And I'd like to direct your attention to the first
17 paragraph, the smaller text, if we could just make that a bit
18 bigger. Thank you.

19 And you say: For general leveling, this is the best
20 guide available for generic engineering. "This," it appears to
21 be in a different color and underlined. Is that a hyperlink?

22 A. Yes, that is a hyperlink.

23 Q. Do you recall what document that hyperlinked to?

24 A. Yes. It hyperlinked to a document that specified
25 expectations by level for general engineering roles.

NAJVR0W3

Lawrence - Direct

1 MS. TOMEZSKO: I'd like to pull up D-38, please.
2 Defendant's Exhibit 38.

3 Q. Ms. Lawrence, is this a version of the engineering leveling
4 guide that you just referred to in your email?

5 A. Yes, it is. This is substantially the same as the document
6 that I shared in 2017.

7 Q. And up top it says: "People ops verified as official
8 documentation for 2020 perf." Do you see that?

9 A. Yes, I do.

10 Q. Is it typical that a document like this would be stamped
11 with a verified official documentation with a year?

12 A. Yes. So in -- I don't know exactly when it started, but
13 2019/2020, Google implemented a self-service portal called My
14 Google. And in the process of creating that self-service
15 portal, the people of team went through and verified documents
16 that were sort of official documents.

17 I don't know if any one of you have used Google
18 documents, but you can very easily create, you know, copies and
19 new versions. So they wanted to create sort of what is the
20 canonical version of this engineering level guide. So that's
21 what that indicates to me is that this was verified as a sort
22 of people ops or what they call HR at Google document for the
23 2020 perf cycle.

24 Q. And I think you just testified that it was substantially
25 same as the one that you shared in the email that we were

NAJVROW3

Lawrence - Direct

1 looking at previously. Did I get that right?

2 A. That is correct.

3 Q. Okay. And when you say "substantially same," are you
4 referring to the substance of the document?

5 A. Yeah. I mean, I look through it -- my guess is that the
6 document is actually the same as the document I linked in 2017.
7 And it was just verified in 2020. But from everything I
8 remember, it looks the same as the document that I share.

9 MS. TOMEZSKO: I'd like to just quickly turn to the
10 second page of this document and focus on Level 8 and Level 9
11 at the bottom. And unfortunately, it is broken up by one of
12 those stamps.

13 Q. But Ms. Lawrence, is the substance of the expectations for
14 a Level 8 and a Level 9 here, is that substantially similar to
15 the expectations of a Level 8 and a Level 9 as you understood
16 them in the 2017 time frame?

17 A. Yes, they are.

18 Q. Is there a difference between the expectations of a Level 8
19 and a Level 9, at least as articulated in this document?

20 A. Absolutely. I mean, you know, when we look at level, we
21 think about, like, the scope of the work that's being done, the
22 impact, the span of the impact that the person is having.

23 And when you look at, like, L9, for example, it talks
24 about influencing a function or industry; whereas in terms of
25 L8, it has, you know, a different expectation. They are both

NAJVR0W3

Lawrence - Direct

1 very -- they are both executive level positions. They are both
2 extremely hard to get, but they are substantially different
3 between -- there are substantial differences between L8 and L9.

4 Q. Now, were Level 8 and Level 9 technical directors in OCTO,
5 was their performance assessed against the expectations that
6 you see here in this document?

7 A. Yes. In the 2017 time frame, all the documentation we had
8 was this general leveling guide, the GBO attributes, which were
9 more on the soft skill side. Those were the two documents that
10 we had for expectations.

11 Q. And I just want the record to be clear on this point. Were
12 the Level 8 technical directors in OCTO assessed against the
13 expectations you see in the Level 8 row on this document?

14 A. Yes, they were, in addition to the GBO attributes, which
15 had additional documentation.

16 Q. And the Level 9 technical directors in OCTO, were they
17 assessed against the expectations that you see here in the row
18 for a Level 9, in addition to the GBO attributes?

19 A. That is correct.

20 Q. And this is what you communicated to the technical
21 directors in OCTO when you sent them that email that we were
22 just looking at?

23 A. That is correct.

24 MS. TOMEZSKO: We can take this document down.

25 Q. Ms. Lawrence, do you recall there being a time in late

NAJVR0W3

Lawrence - Direct

1 2017, when Ms. Rowe came to you with some questions about her
2 level upon hire?

3 A. I do remember that, yes.

4 Q. What do you recall about that conversation?

5 A. I recall that it was over videoconference. She was in New
6 York here, and I was in Sunnyvale at the time, I believe. And
7 we had a conversation that, in my memory, centered on two
8 things: One, she wanted to understand if there was a process
9 to revisit her level -- the hiring decision on her level. And
10 two, she wanted to express that she was unhappy with her
11 compensation and concern that it wouldn't maintain her current
12 standard of living.

13 Q. Now, Ms. Rowe earlier testified in this trial that during
14 this conversation with you, she did not raise any concerns that
15 her gender played a role in her initial leveling upon hire. Is
16 that consistent with your memory of this conversation?

17 A. That is consistent with my memory, yes.

18 Q. Had she raised gender concerns, would you have taken
19 additional steps at that point?

20 A. Yes, I would have.

21 Q. And what would you have done?

22 A. I would have looped in our employee relations team. They
23 are required to be involved if there are possible issues of
24 harassment, discrimination, and retaliation.

25 Q. And I believe you also referenced she was, I think you

NAJVR0W3

Lawrence - Direct

1 said, concerned about her compensation or you possibly phrased
2 it differently. Did she say what in particular she was
3 concerned about?

4 A. My memory is that she was concerned that the subsequent --
5 that her -- the subsequent years of her offer, meaning the
6 years after year one, there was a substantial dip in her
7 compensation because of how it was structured. And she was
8 concerned about that.

9 Q. Do you recall whether she raised any concerns about a
10 company-wide change that year in terms of the equity refresh
11 grants?

12 A. I don't remember that. But in preparing for this trial, I
13 did read the emails. And that -- that came back to me, in that
14 they made a change for that compensation year, in that
15 Googlers, individuals who were hired in that year, were not
16 eligible for an equity refresh.

17 Because Ulku was hired in an executive position, a
18 large portion of her compensation was equity compensation, and
19 so she was concerned about -- I believe she referred to it as
20 she wanted to be made whole, meaning she wanted her
21 compensation to be consistent with her year one compensation
22 and was concerned that these changes would impact that ability
23 to make her flat or whole.

24 Q. The change that you just described with equity refresh
25 grant, can you just briefly tell the jury what an equity

NAJVR0W3

Lawrence - Direct

1 refresh grant is?

2 A. Sure. An equity refresh grant is part of our -- we have
3 sort of a three -- three -- there's three parts to our
4 compensation. There's your base salary, there's a bonus that
5 is awarded backward-looking once a year, and there's an equity
6 refresh that is forward-looking that's mostly about -- it's
7 mostly about potential on -- of your ability to do your job.
8 And equity refreshes can vary from zero to quite high numbers,
9 mostly based on what the rating that you get in the performance
10 management cycle, meaning it's a -- it's a merit award. It
11 is -- nothing is guaranteed.

12 THE COURT: Why is it called a refresh? Why is it a
13 refresh?

14 THE WITNESS: It's a refresh because it's in addition
15 to the grant that you were given at hire.

16 THE COURT: Thank you.

17 BY MS. TOMEZSKO:

18 Q. So is this -- just to clarify the point, is this a second
19 grant then?

20 A. It's a separate grant, yes. If a Googler is performing at
21 or above expectations, at that time they could expect an equity
22 refresh once a year in the compensation cycle.

23 Q. And now in 2017, there was a policy change that people who
24 were hired during a particular part of the year in 2017 would
25 not be eligible to be modeled for an equity refresh grant, do I

NAJVROW3

Lawrence - Direct

1 have that right?

2 A. Yes. That was a controversial decision at the time, and
3 certainly there was a lot of consternation about it. But yes,
4 the decision was that they could be given equity, but they
5 would not be modeled for equity.

6 And what that means practically is if you're a manager
7 and you have two Googlers, one who doesn't get modeled for
8 equity and one that does, in order to give both of them equity,
9 you have to take from one person and give it to another. And
10 so for the most part, the practice of managers who had Googlers
11 who were not modeled for compensation was to not -- not to give
12 them compensation -- not to give them equity in their
13 compensation.

14 (Continued on next page)

15

16

17

18

19

20

21

22

23

24

25

NAJHRow4

Lawrence - Direct

1 BY MS. TOMEZSKO:

2 Q. Now, you said you could get equity, but you wouldn't be
3 modeled for it. Do you know whether Ms. Rowe got an equity
4 grant that year?

5 A. I do think that she got an equity grant based on her
6 performance rating.

7 Q. Do you know who would have made the decision to grant her
8 that equity that year?

9 A. My memory is that the decision was — it was a Google
10 Cloud-wide decision that was made by Diane Greene and her HR
11 partner, Becky Bucich.

12 Q. Going back to the conversation that you had with Ms. Rowe
13 at the end of 2017 where she raised these issues to you, did
14 you do anything in response?

15 A. Yeah, I certainly did. I reached out to a couple of my HR
16 colleagues and I think one of my staffing colleagues. It was a
17 long time ago, but I definitely remember reaching out and just
18 asking, have you ever — have you ever re-leveled someone
19 post-hire? Is there any process for re-leveling or revisiting
20 a hiring decision? Everyone — I sort of knew that there
21 wasn't, but I wanted to validate that my understanding was
22 accurate. Google's a big company, so I just wanted to validate
23 that. And everyone came back that there's no process to
24 revisit a hiring decision.

25 I also talked to Will Grannis, who was the manager of

NAJHRow4

Lawrence - Direct

1 the office of the CTO, and just talked to him about did he have
2 any — did he have any doubts? Like, what was his — what was
3 his perspective? I was not involved in the hiring decision, so
4 it was, you know, really him and the — the staffing leader at
5 the time that did the leveling. And he was emphatic that she
6 was leveled correctly, and so that was the extent of my
7 investigation.

8 Q. Did you communicate those results that you had found in
9 your investigation, did you communicate those to Ms. Rowe?

10 A. I believe I did, yes.

11 Q. Do you recall how close in time after you — you know, she
12 raised these concerns with you you communicated with her the
13 results of your investigation?

14 A. I don't remember the date, but I — my understanding — my
15 memory is that I communicated before we went out on the
16 Christmas holiday. So that would be somewhere between the time
17 that she and I met and mid-December.

18 Q. I want to quickly look at another document, and that's
19 Plaintiff's Exhibit 26.

20 Can we pull that one up.

21 Ms. Lawrence, do you recognize this document?

22 A. I do.

23 Q. I'd like to just blow up the communication on June 14,
24 2018, at 11:25 a.m.

25 Ms. Lawrence, do you recall what it was you were

NAJHRow4

Lawrence - Direct

1 responding to here in this email? If it helps, we can look at
2 the email immediately beneath this if it helps contextualize.

3 A. Can I look at that?

4 Q. Sure.

5 Jean, can you pull that up.

6 A. OK. Yes.

7 Q. Now, going back to the June 14, 11:25 a.m., do you now have
8 a context to what you were responding to here?

9 A. Yeah. It looks like I was sending a note to Ulku. It says
10 I saw her briefly virtually. Maybe I saw her in a Team
11 meeting. I offered to chat with her or we can connect next
12 week at the off-site. That would have been an OCTO off-site
13 that was in the offing. And I basically — you know, I just
14 was talking to her directly. That she was being offered a —
15 or she was being offered a role in the — I think what's called
16 industries — industry solutions team that Tariq Shaukat was
17 running, and I just encouraged her to really, like, lean in
18 and, you know, take best — take best advantage of the role
19 that she was being given.

20 Q. Now, at the bottom of this email, I just want to focus on a
21 sentence that says, "I do want to flag that if you were to be
22 selected for this role, you would do it at your current level.
23 We do not uplevel candidates when taking on a new role."

24 When you wrote "selected for this role," are you
25 referring to a particular role in Tariq Shaukat's organization?

NAJHRow4

Lawrence - Direct

1 A. Yes. The best of my knowledge, Ulku wanted to be
2 considered for a VP role that would head up the financial
3 services vertical in Tariq's organization. So when I'm saying
4 I want to flag that if you were selected for this role, that's
5 the role that I was referring to, and then I went on to say you
6 would do it at your current level.

7 Q. Why is that? Why would she do that role at her current
8 level?

9 A. So at Google, if you — if you're in role A and you take
10 role B, even if role B is a different level, a higher level,
11 you don't get re-leveled upon transfer. You would take on the,
12 say, Level 9 role or the VP role as a Level 8.

13 And I go on to say that if you took on a role that had
14 increased scope, had a bigger — maybe had a bigger
15 organization or a bigger opportunity for impact, you could get
16 promoted for doing that role, but at that time there was no
17 sort of transfer with promotion or with level change. You
18 would take the new role at your current level.

19 Q. And would you be automatically promoted to a higher level
20 once you took the new role?

21 A. To my knowledge, there's no such thing as an automatic
22 promotion. You would still need to go through the technical
23 promotion process, but certainly having a role with the
24 increased scope and impact would make it easier for the
25 committee to approve a promotion.

NAJHRow4

Lawrence - Direct

1 Q. One last document, Ms. Lawrence.

2 If we could quickly look at Plaintiff's Exhibit 43,
3 please.

4 Now, Ms. Lawrence, this is two pages of an email, so
5 let this sit up for a second and look at this one.

6 Do you recognize this document?

7 A. I do, yes.

8 Q. Is this — Jean, can you go back to the second page.

9 This, what we're looking at here, is this an email
10 from Ms. Rowe to you and Kevin Lucas in and around August 28,
11 2018?

12 A. I believe so, yes.

13 Q. If you could just look at the substance of the document in
14 front of you, do you recall what it was that Ms. Rowe was
15 communicating to you and plussing in Kevin, Kevin Lucas, as an
16 FYI?

17 A. So Kevin Lucas was Tariq — I always get his name wrong —
18 Shaukat's HR partner. The email was to her current HR partner
19 and me, as her former HR partner with OCTO. And what she's
20 saying is she's in the process of interviewing for that role
21 that I just referred to, the head of financial services role
22 for Google Cloud, and she's indeed raising that — this issue
23 that I just talked about where she was hired in as an L8. And
24 to my memory, this is the first time that she referred to her
25 male peers or referred to gender as part of the comparison. So

NAJHRow4

Lawrence - Direct

1 that was — that's sort of the bulk of the email.

2 Q. Is it your understanding that there was any response to
3 this email from Ms. Rowe?

4 Let me clarify. I don't mean an actual email
5 response. Were there any steps taken to address this concern
6 raised by Ms. Rowe?

7 A. Thanks for clarifying.

8 Yes, so Kevin Lucas, her current HR partner, took —
9 took the steps. When she used the term "male peers," that, as
10 an HR partner, is a flag as something you need to look into.
11 And so he — he really was driving the process because I was
12 the former HR partner, and he looked into and, I believe,
13 partnered with employee relations at that point.

14 Q. Now, quickly, I just want to focus on a sentence right in
15 the middle of this email. It says, "I later learned that my
16 male peers were all hired at Level 9."

17 Do you see that?

18 A. Yes.

19 Q. Was that your understanding as well, that all Ms. Rowe's
20 male peers at this point had been hired at Level 9?

21 A. No, that was — it was not. There were — I don't remember
22 the exact numbers, but there were plenty of male peers that
23 were hired at at least L8 and maybe even at other levels. I
24 don't think so. I think primarily Googlers — individuals that
25 were hired from the outside were hired in as Level 8. We had

NAJHRow4

Lawrence - Cross

1 some transfers into OCTO that were L6 or L7.

2 Q. And, Ms. Lawrence, do you know a gentleman by the name of
3 Stuart Vardaman?

4 A. I don't know that name.

5 Q. So is it fair to say, then, that you never had a
6 conversation with someone named Stuart Vardaman about
7 Ms. Rowe's concerns that she's raising here?

8 A. No, I don't think so.

9 Q. No, you don't think so that it's not true, or, no, you
10 don't think —

11 A. Oh, sorry. To the best of my memory, I never had a
12 conversation with Stuart.

13 Q. OK. Thank you for the clarification.

14 I have no further questions.

15 A. Oh, sorry.

16 CROSS-EXAMINATION

17 BY MS. GREENE:

18 Q. Just a couple of quick questions for you.

19 The engineering leveling guide from 2020 that we
20 looked at —

21 A. Yep.

22 Q. — do you know, sitting here today, whether Mr. Grannis
23 reviewed any version of that in connection with doing his
24 performance evaluations in 2017?

25 A. I can't say for certain, but I believe that we actually

NAJHRow4

Lawrence - Cross

1 pulled up the engineering level guide in the calibration
2 discussion with Brian Stevens and Will Grannis. So whether he
3 looked at it or not, I can't say, but it was an artifact that
4 we use as part of the calibration process.

5 Q. Do you know whether the technical directors at L8 or L9
6 were ever specifically told which of the L8/L9 — or what they
7 were being evaluated against other than that email you sent
8 them?

9 A. No, I can't say what went on in individual maybe one-on-one
10 conversations with their manager.

11 Q. Do you know whether the technical managers all even knew
12 what their levels were?

13 A. Yes, I think the — in engineering, the level guides are
14 generally public. It's different in sales or HR where people
15 don't usually know the levels, but it was pretty common
16 knowledge, in my understanding, in engineering. And there's
17 actually a go link, go/eng levels, where you could look up what
18 someone's level was if they were in an engineering function.

19 Q. You said she was unhappy with her compensation. That was
20 one of the things that you talked about. Is it considered not
21 Googly to fight for compensation?

22 MS. TOMEZSKO: Objection.

23 THE COURT: Overruled.

24 THE WITNESS: May I answer?

25 THE COURT: Yes.

NAJHRow4

Lawrence - Cross

1 A. OK. No, I think — look, we don't work for free. Like, we
2 are all paid. And I think that Googlers are actually
3 encouraged to talk about compensation and any concerns that
4 they would have, primarily with their manager who makes those
5 compensation decisions, but it wouldn't be — I've had many
6 conversations about compensation with other Googlers in my time
7 in HR.

8 Q. Two more questions. When Ms. Rowe raised her concern to
9 you back in late 2017, early 2018, besides your HR colleagues
10 and Mr. Grannis, did you speak to anybody else at that time?

11 A. No, I don't remember having any other conversations.

12 Q. And with respect to promotion, if someone is promoted, do
13 they move up one level, or do you see situations where they're
14 promoted two levels at one moment in time?

15 A. I have never seen anyone in my almost 13 years at Google
16 promoted more than one level.

17 MS. GREENE: No further questions.

18 MS. TOMEZSKO: I have no questions for the witness.

19 THE COURT: OK. Ms. Lawrence, you're excused.

20 THE WITNESS: Thank you.

21 THE COURT: Thank you.

22 (Witness excused)

23 MS. TOMEZSKO: Your Honor, Google calls Kirsten
24 Kliphouse.

25 MR. GAGE: Your Honor, may I ask, what time did you

NAJHRow4

Kliphouse - Direct

1 plan to break for lunch?

2 THE COURT: I was thinking of 12:45, 12:50.

3 MR. GAGE: OK.

4 KIRSTEN MARIE KLIPHOUSE,

5 called as a witness by the Defendant,

6 having been duly sworn, testified as follows:

7 MS. TOMEZSKO: May I proceed, your Honor?

8 THE COURT: You may.

9 DIRECT EXAMINATION

10 BY MS. TOMEZSKO:

11 Q. Good afternoon, Ms. Kliphouse. I think it's afternoon.

12 Good afternoon, Ms. Kliphouse.

13 Can you explain for the jury, please, what your roles
14 that you held at Google, what those were and what they
15 entailed?

16 A. Yes. I was hired at Google to be the leader of our
17 go-to-market team, which included sales and partners and
18 marketing, etc., which was basically to build a sales
19 organization for Google cloud. And I was hired in as a vice
20 president originally, and then I was promoted to the president
21 of the go-to-market organization.

22 Q. Are you aware of what level corresponds to the title of
23 president within Google Cloud?

24 A. I am aware, yes.

25 Q. Can you tell us what level that is.

NAJHRow4

Kliphouse - Direct

1 A. It's above a Level 10. There's a category called "above a
2 Level 10."

3 Q. Great. And in the 2020 time frame in your role that you
4 just described, were you hiring for a role on your team known
5 as the vice president financial services sales role?

6 A. Yes, I was.

7 Q. I'd like to just quickly show you a document,
8 Ms. Kliphouse, and that's Defendant's 75.

9 Can we just pull that up, please.

10 Ms. Kliphouse, we could page through this document so
11 you could see its full contents, but my question to you is
12 going to be do you recognize this document?

13 A. Yes, I do.

14 Q. Can you describe what this document is.

15 A. It's a document we put together to help with the sale of —
16 like in this case, the hiring manager like myself and a
17 recruiting leader, to be able to put together a description to
18 be able to go out to market and look at talent in the market so
19 you know what you're hiring against, basically. So it's like a
20 job description with qualifications against it.

21 Q. The content of this document, does it accurately reflect
22 the scope and the responsibilities of the role that you just
23 described you were trying to fill?

24 A. Yes, it does.

25 Q. Have you previously hired someone to fill this position on

NAJHRow4

Kliphouse - Direct

1 your team prior to the 2020 time frame?

2 A. Yes, I did.

3 Q. Who did you hire to fill that position?

4 A. I hired Phil Moyer. He was hired in to be my vice
5 president of financial services at that time, which was an
6 industry/sales role.

7 Q. Do you recall Mr. Moyer's background prior to coming to
8 Google?

9 A. Yes. Phil was hired — his background came — he was doing
10 a similar role at Amazon, running their sales organization,
11 leading the team, going — working with financial services
12 institutions. So his job was to sell Amazon services to
13 financial services institutions, build the relationships, and
14 obviously sell to them.

15 Prior to that, running the organization, Phil actually
16 was the CEO of EDGAR Online, which is a leading firm that's
17 used for ID information for the SEC and other things. He was
18 the CEO of that organization. And previous to that, he had
19 multiple roles with venture firms, and he worked at Microsoft
20 previously and other companies.

21 Q. Now, Ms. Kliphouse, if you had previously hired Mr. Moyer
22 to perform the vice president financial service sales role, why
23 was it you were looking for another person for that role in
24 2020?

25 A. So I hired Phil into the role, and as he was coming,

NAJHRow4

Kliphouse - Direct

1 onboarding into Google, he ended up having a dispute with
2 Amazon about his noncompete. So he basically had to get
3 sidelined while that was being worked out with Amazon. So the
4 role was basically left open until they could decide — go
5 through their suit and decide what they were going to do.

6 Q. Was there any particular urgency for you to fill this role
7 given Mr. Moyer's situation?

8 A. So as we — Phil was brought on originally to start that
9 role. We, Google, was behind, I would say, in financial
10 services. We were an up-and-comer. We weren't, like, the
11 leading cloud provider. We wanted to, obviously, have better
12 relationships with the large financial services companies, and
13 so we wanted to have a quick start into that market. And
14 people that had kind of been there, done that, had the
15 relationships, and Phil fit that very well.

16 As the timeline went out with Amazon and the
17 negotiation was going back and forth, it just kept getting
18 extended, and so at that point there was a decision made that
19 we needed to absolutely hire in with urgency because we didn't
20 want to go a whole nother year, or how long it would take, we
21 weren't sure. We wanted to hire in someone that had similar
22 qualifications and capabilities into that role to help us lead
23 Google's role in financial services.

24 Q. And did you eventually hire someone into that role?

25 A. I did.

NAJHRow4

Kliphouse - Direct

1 Q. Who did you hire into that role?

2 A. I hired Yolande Piazza.

3 Q. I'd like to show you another document, Ms. Kliphouse, and
4 this has been marked as Defendant's 79.

5 Jean, if we could pull that up. I just want to flip
6 to the third page of this document. And if we could make the
7 area around the three purple boxes — there we go.

8 MS. GREENE: Your Honor, I believe this document, as
9 well as the other hiring packets that were reviewed previously
10 today, are all subject to the same limiting instruction.

11 MS. TOMEZSKO: I would agree, your Honor.

12 THE COURT: Are we going to see these in succession
13 now?

14 MS. TOMEZSKO: This is the only hiring packet I intend
15 to ask Ms. Kliphouse about, so it's just this one.

16 THE COURT: So you are — I don't see the exhibit
17 number.

18 MS. TOMEZSKO: It is D79.

19 THE COURT: So, members of the jury, you are about to
20 see Exhibit D79. This again is a packet of hiring-related
21 materials, and you are not to consider them for their truth.
22 You may only consider them as evidence that the candidates —
23 sorry. You may not consider them as evidence that the
24 candidates actually had the qualifications for this position.
25 So you can give the evidence the weight you think it deserves,

NAJHRow4

Kliphouse - Direct

1 but only for the limited purpose for which it has been offered,
2 which is its effect on anyone who reviewed the materials.

3 MS. TOMEZSKO: Thank you, your Honor.

4 Q. Ms. Kliphouse, I'd like to direct your attention to the
5 blowup on the screen right now. Do you see your name here?

6 A. Yes, I do.

7 Q. And then next to it says "phone" and then next to that it
8 says "Feb 6, 2020." Do you see that?

9 A. Yes.

10 Q. What does that indicate to you?

11 A. So I had a conversation with Yolande on the phone on
12 February the 6th.

13 Q. And I'd like to just look briefly at the bottom of this
14 page and blow up — there you go.

15 Ms. Kliphouse, is this the — are these your notes
16 about that conversation with Ms. Piazza on February 6?

17 A. Yes, these are my discussion notes.

18 Q. Can you briefly tell the jury your impressions of
19 Ms. Piazza after having that phone conversation with her on
20 February 6.

21 A. Yes. My impression of Yolanda was that she was a very
22 seasoned or very senior leader who had been in the industry of
23 financial services for a long time. She was very well versed
24 in management, in leadership, in technology, being at the
25 executive table and being able to make very senior decisions

NAJHRow4

Kliphouse - Direct

1 within the financial services. And she would be qualified as,
2 I would say, financial services expert given her roles within
3 her background within Citi.

4 She also carried very significant responsibilities
5 around developing solutions and using technology to map them to
6 client needs and carried very strong P&L, basically, financial
7 responsibility for her organization.

8 Q. And are those reasons the basis for your recommendation of
9 strong hire for Yolande?

10 A. Yes. I — based on the qualifications, I decided, what she
11 represented, she absolutely was a strong hire.

12 Q. And in the course of that conversation, did she impress you
13 as someone that could fulfill the role of vice president
14 financial services sales?

15 A. Yes, she did.

16 Q. Now I want to turn to another document very briefly. This
17 is Exhibit — Defendant's 74, please.

18 Ms. Kliphouse, I'd like to just show you the date on
19 this document, or rather, the date updated, if you could.

20 So we're talking about the February 21, 2020, time
21 frame. At this point in time, did you have a preferred
22 candidate for the role for vice president financial services
23 sales?

24 A. Yes, I did.

25 Q. And who was that?

NAJHRow4

Kliphouse - Direct

1 A. Yolande.

2 Q. Did you at this point direct Stuart Vardaman — let me back
3 up.

4 Who is Stuart Vardaman?

5 A. So Stuart was my recruiting partner. He would lead up
6 recruiting for my organization, and he had a team of recruiters
7 that helped us look at candidates to fill roles.

8 Q. Did you direct him at this point in time to focus his
9 attention on the — your preferred candidates for this role?

10 A. Yes.

11 Q. Now I want to quickly touch upon a conversation that
12 Ms. Rowe testified that she had with you in early 2020.

13 Did you meet with Ms. Rowe in early 2020?

14 A. I did.

15 Q. Why did you meet with her?

16 A. I was asked by her boss at that time. I think it was her
17 boss. It was Will Grannis, who I had had regular — he was a
18 peer of mine. We had regular conversations, and he asked me if
19 she reached out, to have a conversation, kind of a meet and
20 greet-and-greet networking type of meeting. And he was one
21 that put, you know, people together that were working in sort
22 of similar models.

23 Q. Did you understand at that time that Ms. Rowe was working
24 on Mr. Grannis' team?

25 A. I did. He did tell me that.

NAJHRow4

Kliphouse - Direct

1 Q. And did you meet with Ms. Rowe?

2 A. I did.

3 Q. Where did you meet?

4 A. Some coffee shop up near Sloan. That's all I could
5 remember. I don't remember the name.

6 Q. Ms. Rowe testified earlier in this trial that it was about
7 a ten-minute conversation. Is that consistent with your
8 recollection?

9 MS. GREENE: Objection. Inconsistent with the record.

10 THE COURT: Just ask an open-ended question.

11 Q. How long do you remember that meeting being?

12 A. About 45 minutes.

13 Q. During that meeting, did Ms. Rowe describe to you the work
14 that she was doing with regulators at the time?

15 A. During that meeting, we had discussed a lot of different
16 things. I had asked her about what she was working on, and she
17 said she was working with the regulators because I was — I
18 didn't know her, and I didn't know what she was doing in
19 financial services. I had a financial services team, but I had
20 never heard of her. So she offered up she was working in the
21 regulatory side, which was not the part of the business that my
22 team worked on.

23 Q. During the course of that conversation, did she impress you
24 as someone that could fulfill the vice president financial
25 services sales role you were looking to fill?

NAJHRow4

Kliphouse - Direct

1 A. No, our conversation was not about the role I had open.

2 Q. Did the role you had open ever come up in the conversation?

3 A. At the end of the conversation, I had mentioned that I was
4 leading a financial services team and that there was a role
5 that was — I was looking for a leader in for a role and
6 encouraged her to work with my team, but I did not offer her a
7 role, no.

8 Q. Is there anything else that you recall about the end of
9 that conversation, that meet-and-greet that you had with
10 Ms. Rowe?

11 A. Well, in passing at the end of the conversation, she had
12 mentioned that she had some issues with Google, and I didn't
13 know what it was about, and she didn't offer any more than
14 that. That was really the end of it, just sort of came out.
15 And I thought it was kind of unusual to say that, but...

16 Q. Do I hear you correctly that she did not offer details
17 about what those issues were?

18 A. No, we did not talk about that. It was at the very end as
19 we were both kind of parting, and kind of left it there.

20 Q. Did you ask any questions about what those issues were?

21 A. No.

22 Q. Did you care?

23 A. No. It wasn't relevant to what our meet-and-greet was
24 about or to anything I had going on, so I just left it alone.

25 Q. Subsequent to that, that meet and greet that you just

NAJHRow4

Kliphouse - Direct

1 described, did Ms. Rowe reach out to you after that to further
2 inquire about the financial services sales role on your team?

3 A. No.

4 Q. Now, earlier you had testified about Stuart Vardaman. You
5 said he was your recruiting partner. In your time working with
6 him, were you able to form an opinion as to his capabilities as
7 a recruiter working for you?

8 A. Yes. I worked with Stuart on several — Stuart and his
9 team on — in many different roles. Typically, at the Level 10
10 or these more senior vice president-type roles, Stuart and I
11 would engage more directly versus working with his team on
12 them. We developed a good working relationship. He'd show me
13 the candidate. We'd use a structured way to go through
14 candidates and qualifications for roles. We worked a lot on
15 the job description so that when they were out there in the
16 market looking for candidates, internally or externally, we
17 could comb through them and compare them to a qualified job
18 description, otherwise the field was too big.

19 So we kept a pretty good — he did a very good job
20 keeping together what was the role, what were the
21 qualifications necessary, and then how did the candidate fit
22 against that. And he actually would help us screen a lot of
23 the candidates up front to make sure they met those
24 qualifications.

25 Q. In your estimation, was Mr. Vardaman a good recruiter?

NAJHRow4

Kliphouse - Cross

1 A. Yes.

2 Q. And did he follow all the directions that you gave him with
3 respect to helping you fill these roles that were open on your
4 team?

5 A. Yes.

6 Q. And did he do so in this instance for the vice president
7 financial services sales role?

8 A. Yes.

9 MS. TOMEZSKO: Thank you, Ms. Kliphouse. I have no
10 further questions.

11 CROSS-EXAMINATION

12 BY MS. GREENE:

13 Q. Just a few, Ms. Kliphouse.

14 You testified just a minute ago that Ms. Rowe did not
15 reach out to you after that coffee meeting about the role. Is
16 that your testimony?

17 A. Yes.

18 Q. Do you know if Ms. Rowe reached out to Stuart Vardaman?

19 A. I don't know her conversations with Stuart, I don't.

20 Q. You were shown that document dated February 21, I believe.
21 Do you know if Ms. Rowe had spoken with Mr. Vardaman prior to
22 February 21, 2020?

23 A. I don't know of her conversations, no.

24 Q. Did Mr. Vardaman share anything with you about Ms. Rowe's
25 qualifications?

NAJHRow4

Kliphouse - Cross

1 A. On the list of where all the candidates were, we did review
2 all of the candidates on there and how they mapped or didn't
3 map to the qualification list. And we did talk about Ulku and
4 another candidate at that time that was also internal that was
5 on that list. We talked about their qualifications and where
6 they would map to them or they were not as qualified as others
7 that we had on the list.

8 Q. And that was information that Mr. Vardaman told you, that
9 she was not as qualified as other people on the list?

10 A. No, no, he didn't say that. We talked through what the
11 qualifications were and did the candidate meet these
12 qualifications we had. And so in the instance specifically
13 around Ulku, we talked about what are the qualifications we
14 want? C-level expertise, did they have the relationships? Did
15 they have the ability to have executive communications with
16 them? Did they have the outreach capabilities? And we had
17 looked at that as being one of the main qualifications, so we
18 would have talked about that, yes.

19 Q. And what information did you have about her qualifications
20 at that time?

21 A. So I would have had whatever was on her submitted
22 materials. It would have been done with her résumé or what had
23 been submitted to be on that list.

24 Q. And do you know whether Mr. Vardaman asked her to submit
25 anything?

NAJHRow4

Kliphouse - Cross

1 A. I don't know what he asked her specifically, no.

2 Q. And you didn't get any internal references related to
3 Ms. Rowe? You didn't speak with Mr. Grannis about her
4 qualifications, for instance, did you?

5 A. No, not about her qualifications for my role. He asked me
6 to do a meet and greet with her specifically. He did not ask
7 me to meet with her about any roles.

8 Q. And that coffee meeting with Ms. Rowe, that was not an
9 interview for the position, correct?

10 A. No, it was not an interview. It was networking meet and
11 greet, can you do me a favor and meet with her?

12 Q. Did you know what Ms. Rowe's level was within Google?

13 A. I did not know explicitly her level, and I wouldn't know
14 that except I knew she was not a vice president. But I
15 wouldn't know what specific level she would have been. I
16 wouldn't have access to that.

17 Q. And a vice president is what level?

18 A. Vice presidents were Level 10s.

19 Q. So you knew that she was a level below a 10?

20 A. Something.

21 Q. Is that right?

22 A. Uh-huh.

23 Q. So you didn't know anything about Ms. Rowe's C-suite
24 relationships, correct?

25 A. Just from what we had talked about in the meet and greet

NAJHRow4

Kliphouse - Cross

1 about where she was working, why I hadn't had any opportunity
2 — I hadn't heard about her on my team, and I thought I would
3 have because I was working with a lot of the largest financial
4 institutions. And I asked her what was she working on, and she
5 gave me some instances of where she was doing work, and it
6 tended to be more on the federal side and the regulatory side.
7 It wasn't the large financial institutions that my team works,
8 and she gave me background things she was working on.

9 Q. Did you know she had been a CTO at JPMorgan Chase?

10 A. She did mention to me in the conversation we had that she
11 had worked at JPMorgan and, I think, one other company.

12 Q. But, again, neither Mr. Vardaman nor you took any
13 additional steps to identify what her qualifications were
14 beyond what she told you in that meeting, correct?

15 A. I don't know what — Stuart would have done the research in
16 that. They typically did all the research that was necessary
17 to compare to the qualifications that we have. I did not. I
18 do not go out — I did not go out and search resumes. I don't
19 search their LinkedIn. That comes to me from the recruiting
20 team.

21 MS. GREENE: No further questions.

22 MS. TOMEZSKO: I have no further questions for the
23 witness, your Honor.

24 THE COURT: OK. Ms. Kliphouse, you're excused. Thank
25 you.

NAJHRow4

Kliphouse - Cross

1 (Witness excused)

2 THE COURT: Does it make sense to pause now?

3 MR. GAGE: I think so, your Honor.

4 THE COURT: OK. So based on my understanding of where
5 we are in Google's case, I think we can break now. It is
6 12:37. Let's come back here at 1:25.

7 So, members of the jury, please remember my frequently
8 reiterated cautions, which are not to speak to each other, not
9 to talk to anyone else about the case, not to do any research.
10 Please avail yourself of the facilities in the jury room, and
11 thank you so much for your attention today and throughout the
12 process. All right.

13 (Jury excused)

14 (Continued on next page)

15

16

17

18

19

20

21

22

23

24

25

NAJHRow4

1 (Jury not present)

2 THE COURT: You could sit down.

3 I don't have anything for you unless you have
4 something for me. We have one more witness, right? One more.
5 OK.

6 MS. GREENE: Your Honor, I have one thing.

7 THE COURT: Yes.

8 MS. GREENE: There were some hiring packets shown
9 earlier today for which the instruction was not given.

10 THE COURT: OK.

11 MS. GREENE: I would propose that on the jury exhibit
12 list that we're putting together, that we asterisk those
13 documents that are subject to a limiting instruction and
14 include the limiting instruction for the jury.

15 THE COURT: That makes sense to me.

16 What do you think, Ms. Tomezsko or Mr. Gage?

17 MS. TOMEZSKO: Yeah, I agree, your Honor. I think
18 that makes sense.

19 THE COURT: OK.

20 MS. TOMEZSKO: Just one thing before we break. I just
21 would like to note for the record Ms. Greene had objected that
22 I was mischaracterizing the testimony. I just want to make
23 clear that on 192 of Ms. Rowe's direct examination, she did
24 indeed testify that the meeting with Kirsten Kliphouse was
25 "very short. Ten minutes maybe." I just wanted that reflected

NAJHRow4

1 in the record.

2 THE COURT: All right. Very good. See you all at
3 1:25.

4 (Lunch recess)

NAJVROW5

A F T E R N O O N S E S S I O N

1:25 P.M.

THE COURT: Hello.

Would you like to bring in the witness.

MS. TOMEZSKO: Just one thing, your Honor, before we begin.

Ms. Greene and I, she graciously pulled me aside after the break, and we reviewed the record together. And what it says is that the -- Had you ever met with Ms. Kliphouse beyond the coffee meeting that you described earlier?

No.

In that meeting, how long did you discuss the role?

It was very short, ten minutes maybe.

So I just wanted that record to be clear and thank Ms. Greene for pointing that out.

THE COURT: Okay. So I'm sorry, how is that different from what you told me right before the lunch break?

MS. GREENE: The issue, your Honor, is not the -- the question related to how long the entire meeting lasted, and it was characterized as ten minutes. The testimony was that portion of the conversation was ten minutes, and it was -- I think it was just an understandable mistake in reading the record. And Ms. Tomezsko and I had a chance to review the record together and clarify together. So we just wanted to make sure it was clear for everybody.

NAJVVROW5

Florissi - Direct

1 THE COURT: Okay. Thank you for that.

2 All right. Would you like to bring the witness in and
3 then we'll get the jury.

4 (Jury present)

5 THE COURT: Okay. You may be seated. Thank you.

6 Remain standing for your oath.

7 PATRICIA FLORISSI,

8 called as a witness by the Defendant,

9 having been duly sworn, testified as follows:

10 MR. GAGE: May I proceed, your Honor?

11 THE COURT: You may.

12 DIRECT EXAMINATION

13 BY MR. GAGE:

14 Q. Good afternoon, Ms. Florissi.

15 A. Good afternoon.

16 Q. Are you nervous?

17 A. This is my first time.

18 Q. You've never done this before?

19 A. Never.

20 Q. I'd just like the ladies and gentlemen of the jury to learn
21 a little bit about you.

22 Where are you originally from?

23 A. I was born and raised in Brazil.

24 Q. And do you have any graduate degrees?

25 A. Yes, I do. After finishing high school, I pursued a

NAJVR0W5

Florissi - Direct

1 bachelor's degree in computer science at the Federal University
2 in my state. And that's one of the top two universities in the
3 country.

4 Q. And did you pursue your education beyond that?

5 A. Yes, I did. The Federal University, you typically engage
6 with research and engage with research right from the
7 beginning, and got a lot of scholarships. And I decided to
8 pursue a master's degree in computer science, also at the
9 university. And I got a scholarship for that.

10 Q. Do you also have a Ph.D.?

11 A. Yes, I do. During undergrad, I started dating a classmate.
12 We got married. We decided that both of us wanted to do a
13 Ph.D. We applied, and we're very blessed that Columbia
14 University accepted both of us. Both of us also got a
15 scholarship from the Brazilian government, four years of
16 tuition and stipend at Columbia.

17 Q. So you have a Ph.D. from Columbia University in what field?

18 A. In computer science. The Ph.D. though took six years, so
19 the last two years we got a scholarship from Columbia.

20 Q. Okay. And do you have any other master's degrees?

21 A. Yes, I do. Maybe ten years after graduated, I worked for
22 EMC, a large technology company. And I was offered a
23 scholarship to pursue an executive MBA at a school of my
24 choice.

25 Q. And where did you get that?

NAJVR05

Florissi - Direct

1 A. At the Stern Business School at NYU, at New York University
2 here.

3 Q. Are you currently employed at Google?

4 A. Yes, I am.

5 Q. Okay. Could you tell the ladies and gentlemen of the jury
6 what job you held just prior to coming to Google?

7 A. Prior to Google, I worked for 23 years for Staff Tap, that
8 was acquired by EMC, it was acquired by Dell Technologies. And
9 the last ten years I was the global CTO, chief technology
10 officer, for sales at EMC, which became Dell EMC, and became
11 Dell Technologies.

12 Q. Okay. What job were you hired to do at Google?

13 A. To become a technical director in the office of the CTO at
14 Google Cloud. There was a position open in Manhattan in the
15 Chelsea office.

16 Q. Okay. And what level are you?

17 A. Level 8.

18 Q. Now, when did you join the office of the CTO?

19 A. May 4th, 2020.

20 Q. Now, I want to ask you about an acronym that I think has
21 been mentioned in the trial. What are OKRs?

22 A. Objectives and key results.

23 Q. Okay. And does -- since you've been at Google, does OCTO
24 set OKRs periodically?

25 A. Absolutely. Every year at the beginning of the year there

NAJVR0W5

Florissi - Direct

1 are OKRs. Sometimes they don't change, but sometimes they do
2 change with respect to the prior year.

3 Q. Okay. So you joined in May of 2020. Were there already
4 OKRs for 2020?

5 A. Correct.

6 Q. Were new OKRs set in the beginning of 2021?

7 A. Yes, there were.

8 Q. And can you tell us what those OKRs were for 2021?

9 A. To the best of my recollection, there were four OKRs, and
10 OKRs also were split in like a percentage --

11 MS. GREENE: Objection, your Honor. This is outside
12 the scope.

13 MR. GAGE: Your Honor, she's my witness, and this
14 is -- well, should we have a sidebar?

15 THE COURT: I think we should, yes.

16 (Continued on next page)

NAJVR05

Florissi - Direct

1 (At sidebar)

2 THE COURT: Go ahead.

3 MS. GREENE: Your Honor's order was that Ms. Florissi
4 may only be questioned regarding the nature of plaintiff's work
5 and performance under Ms. Florissi's management from April 2022
6 to the present. So obviously background information that he
7 asked her, but at this point asking her about OKRs for 2021,
8 which is a year in which she was not managing Ms. Rowe and has
9 nothing to do with Ms. Rowe's performance during that year is
10 outside the scope.

11 THE COURT: Are you going to establish that those are
12 the same OKRs in place in 2022?

13 MR. GAGE: What I'm going to establish, your Honor, is
14 that most of them were the same, and that this establishes the
15 witness's understanding of what is expected of a technical
16 director. And then she becomes a manager, and then she's
17 applying those understandings in her evaluation of Ms. Rowe.

18 THE COURT: She's going to apply these understandings.

19 MR. GAGE: To her evaluation of --

20 THE COURT: When she --

21 MR. GAGE: I'm getting to it quickly.

22 THE COURT: Okay.

23 MR. GAGE: To her evaluation of Ms. Rowe starting in
24 May of 2022.

25 THE COURT: Okay. I'll allow it.

NAJVROW5

Florissi - Direct

1 MR. GAGE: I'm going to get to it pretty quickly.

2 THE COURT: Okay.

3 (Continued on next page)

4

5

6

7

8

9

10

11

12

13

14

15

16

17

18

19

20

21

22

23

24

25

NAJVR05

Florissi - Direct

1 (In open court)

2 BY MR. GAGE:

3 Q. Ms. Florissi, could you explain what the OKRs for OCTO were
4 in 2021?

5 A. 2021, number one, pathfinding. This is the idea of each
6 OCTO office of the CTO team member, technical director finds a
7 technology, a field of expertise, and leads with that idea
8 influencing technology, the engineering and product management
9 team to change the roadmap, to change the direction the company
10 would be going. So it's a direct influencing engineering and
11 product manager about 70 percent of the time.

12 Then there was collaborative innovation. That's
13 talking to customers 20 percent of the time. Ten percent of
14 the time in market-shaping; this is presentations, keep posting
15 in blogs, influencing. And another one that is -- doesn't have
16 a percentage, but it's being a great teammate.

17 Q. And were OKRs established for 2022 as well?

18 A. Yeah. In -- yes.

19 Q. Well, take it one piece at a time.

20 And how, if at all, did the OKRs change for 2022 from
21 the prior year?

22 A. The market-shaping was no longer included in the OKR. So
23 we were encouraged to focus less on extent of presentations and
24 influencing in the market, and really focus on pathfinding,
25 engineering, influencing the technology direction.

NAJVR05

Florissi - Direct

1 Q. Now, in early 2022, did you take on people management
2 responsibilities?

3 A. Yes, I did.

4 Q. And did you apply for that?

5 A. Yes, I did.

6 Q. Were you interviewed for that?

7 A. Yes, I was.

8 Q. And once you were selected to lead a team, did you get
9 promoted?

10 A. No.

11 Q. Did you get a raise?

12 A. No.

13 Q. And is Ms. Rowe a member of your team?

14 A. Yes, she is.

15 Q. Do you have regular meetings with your team?

16 A. Yes, I do.

17 Q. What's the purpose of those regular meetings?

18 A. We have -- we meet once a week for one hour. And the main
19 purpose is to do cross-pollination. And what that means is
20 that each team member talks about the projects that they are
21 working on. The approach that they are taking, the customers
22 that they are talking to, the engineers, the product managers,
23 what are the holdouts that they are facing. And typically, all
24 the members have ideas of different approaches that they have
25 tried, and that really helps evolve the progress of the

NAJVR05

Florissi - Direct

1 projects that they are working on, the initiatives that they
2 are working on.

3 Q. You also -- excuse me. Do you also have regular one-on-one
4 meetings with each member of your team?

5 A. Yes, I do. I have weekly half-hour meetings with the
6 teams. It's small teams, so I can have them once a week.

7 Q. What's the purpose of these one-on-one meetings?

8 A. Mainly to do a deep dive on the projects that they are
9 working on. When will you have the team meeting is more --
10 it's less time, it's more conversational, it's more
11 collaboration. Now we are going in, following up on the
12 process and the projects each one of them has.

13 Q. Do members of your team, and do you yourself each year set
14 expectations for yourself for the coming year?

15 A. Yes, we do. We set our expectations.

16 Q. And did Ms. Rowe set expectations for herself in 2022?

17 A. Yes, she did.

18 Q. And what can you tell us about those expectations that she
19 set for herself in 2022?

20 A. She set expectation to work on the climate risk analytics
21 project for about 40 percent of her time; to work on emerging
22 theme, it's called an ET, emerging theme for another 20 percent
23 of her time, to the best of my recollection; to work with the
24 customers in the financial sector for another maybe 20 percent,
25 let's say; and for 20 percent to work on -- she leads the

NAJVR0W5

Florissi - Direct

1 women's chapter, is a group of women in New York and she leads
2 that.

3 Q. You mentioned -- used the term "emerging theme." What was,
4 in 2022, Ms. Rowe's emerging theme?

5 A. I believe the regional title was trusted AI or safe AI. I
6 don't remember what was the original now, safe AI or trusted
7 AI. We got to know it as a trusted AI.

8 Q. Okay. And what did you understand this idea to be?

9 A. It was actually -- it is an interesting idea. The idea is
10 that to show intelligence like AI, like any new technology,
11 brings risks. And risks need to be understood and mitigated to
12 accelerate adoption.

13 So show intelligence today faces a huge hurdle because
14 at the same time that it brings innovation, at the same time it
15 has risks. Some of them are known, some of them are unknown,
16 and they need to be mitigated. And the idea was to use a blend
17 of technology and humans to help address, identify, raise
18 awareness and mitigate some of the risks in AI and make AI more
19 safe, more trusted.

20 Q. Does Google have -- does Google Cloud have a process for
21 approving of emerging themes?

22 A. Yeah. It's the office of the CTO is not Google Cloud. So
23 within the office of the CTO, there is a process for those
24 emerging themes. It used to be twice a year, now is once a
25 year, where every technical director, every OCTO member that is

NAJVR0W5

Florissi - Direct

1 a technical director is encouraged to propose emerging themes
2 and go to what is called, like, pitch session.

3 In this pitch session, some of the OCTO members act as
4 the committee to do a peer review. Everything is very much
5 based on peer review. So there is the committee and each team
6 member expresses the idea. We encourage to write a short
7 paper, two, three-page on the idea. And we pitch. And then
8 the committee decides, typically between three or four of those
9 ideas, to move forward. And then there is a lengthy process of
10 reviews and evolution of the idea. And they are automatically
11 presented, the select ones, to TK, or Thomas Kurian, which
12 is -- who is the CEO of Google Cloud.

13 Q. Did Ms. Rowe pitch her idea to this pitch committee?

14 A. Yes, she did.

15 Q. And what was the committee's response?

16 A. The committee response was that this is an interesting
17 idea, which I completely agree is an interesting idea. There
18 were questions about how to actually bring this to fruition
19 from a technology perspective.

20 And the committee actually said there is a lucky
21 coincidence here, because the topic of responsible AI, of
22 trusted AI, is one of, let's say, areas of focus or imperatives
23 that Google Cloud as a whole and Google at large wants to focus
24 on. So there is interest on this topic. And the
25 recommendation was not to go through the normal process with

NAJVR0W5

Florissi - Direct

1 the emerging theme, but to blend that in with other existing
2 efforts to go even faster.

3 Q. And what did you expect Ms. Rowe to do with this idea from
4 that point forward?

5 A. Leadership. To capitalize on the momentum. This is a very
6 good coincidence. That is an idea that is also, let's say, a
7 priority for the company, and to lead with it.

8 Q. And what do you mean when you say to lead with it?

9 A. Pathfinding. Is about -- which is one of the OKRs. Is
10 about working on the idea, collaborating with others not only
11 within the office of the CTO, but across Google Cloud and
12 across Google. Google has also responsible AI teams,
13 responsible AI organizations or units that are focusing on
14 that. Carving out pilots, proof of concepts, experiments that
15 can be done. And also connecting with customers that are
16 willing to go and take the idea for test-drive, as we call it,
17 to experiment together in collaboration with us.

18 Q. By November of 2022, had you seen any progress from
19 Ms. Rowe on this project?

20 A. At that point we didn't have what is called artifacts at
21 Google.

22 Q. Hold on one -- okay.

23 Can you tell us what you mean by "artifacts"?

24 A. Other than the original paper for the pitch, there were no
25 other documents, write-ups, running notes of meetings, slides,

NAJVR0W5

Florissi - Direct

1 thought leadership materialized in any document that can be
2 used as broader collaboration, that can be discussed.

3 Q. Okay. Now, when was the committee meeting?

4 A. September, late September, I believe.

5 Q. Okay. So by November, you had not seen artifacts.

6 Were you concerned?

7 A. I -- I was concerned.

8 Q. Okay. And did you have a discussion with Ms. Rowe about
9 this?

10 A. Yes, we had what is called a support check-in.

11 Q. Okay. And can you tell the ladies and gentlemen of the
12 jury what a support check-in is?

13 A. A support check-in is a conversation that managers can have
14 with team members to point out areas of development. These are
15 areas that we believe that more progress can be made.

16 Q. And did you have a meeting with Ms. Rowe?

17 A. Yes, I did.

18 Q. What did you tell her in this meeting?

19 A. We talked about three points: The fact that the emerging
20 theme, there was an expectation -- I expected more at that
21 point; that there was this opportunity to be harvested, to be
22 cultivated, nurtured and then harvested; there was an
23 opportunity for leadership on this trusted AI. There was this
24 momentum. I talked about the fact there was another OCTO
25 member working on responsible AI; and that I felt that there

NAJVR0W5

Florissi - Direct

1 was an intersection, I had already mentioned that like a month
2 before, that it is OCTO was working on that.

3 The other point was on the climate risk analytics that
4 was 40 percent of her time. And at that point that there were
5 no artifacts, no documents, no running notes that expressed her
6 contributions on the climate risk analytics. The documents
7 that existed didn't have her name as a reviewer, as a
8 contributor, as an author.

9 And the third point was that I expected her to attend
10 more of the team meetings.

11 Q. Had she not been attending team meetings?

12 A. Not as regularly, so not as often as the other team
13 members.

14 Q. Now, you used a term "OCTOs." Are you referring to
15 technical directors?

16 A. Yes. I'm sorry, every time that I refer to an OCTO, I
17 refer typically to a technical director.

18 Q. Okay. So you had this conversation with Ms. Rowe in
19 November. How did she respond?

20 A. She listened. And actually, in January, when I came after
21 the Christmas holidays, I was very pleased that there was a
22 document by -- by her, by Ms. Rowe, authored by her on the
23 topic of trusted AI.

24 Q. Now, I'd like to show you a document that's already in
25 evidence. This is Exhibit P-126. I'd like to go to the last

NAJVR0W5

Florissi - Direct

1 page of this document.

2 Now, we'll focus on particular sections here, but if
3 you'll just take a look at this, and I know the print is small.
4 Do you recognize this document?

5 A. Yes, I do.

6 Q. What is this?

7 A. This is a grad review or performance review. So based on
8 the performance of the team member over the year of 2022, in
9 early 2023, we write an assessment and we give a rating for the
10 performance of the team member.

11 Q. And did you prepare this page here for Ms. Rowe?

12 A. Yes, I did.

13 Q. Okay. Did you actually deliver this to her?

14 A. Yes, I did.

15 Q. Okay. And what month was this in 2023?

16 A. I believe it's February or March. I'm not so sure exactly
17 the month.

18 Q. Okay. And I'd like to just highlight the top where
19 Ms. Rowe's name is and title. It says: Ulku Rowe L8 director.

20 Is it your understanding Ms. Rowe is a Level 8?

21 A. Yes, yes.

22 Q. Same level as you?

23 A. Same level as me.

24 MR. GAGE: You can drop that, Jean.

25 Now, can you highlight, Jean, the section for delivery

NAJVR0W5

Florissi - Direct

1 and those four bullet points there.

2 Q. I'd just like to ask you a couple of -- a few questions
3 about this.

4 The first line says that Ms. Rowe was nominated to
5 represent Google on the Commodity Futures Trading Commission
6 Technology Advisory Committee. Which of the OKRs does this
7 relate to?

8 A. I would say a great team member, a great Googler that has
9 demonstrated expertise in a particular area, and it has been
10 nominated to represent Google in that trading committee.

11 Q. It's a good thing, right?

12 A. It is a great thing.

13 Q. It's a great thing. Yes. Thank you.

14 But is it -- does it fall under the pathfinding OKR?

15 A. It doesn't fall directly into the pathfinding OKR. Maybe
16 some ideas of participating in that trading commission could
17 become emerging themes, could become feedback for the
18 engineering, could become projects at this point.

19 Q. Okay. And as far as you know, has any of her work with
20 this CFTC Technology Advisory Committee resulted in any of
21 those things that you just mentioned?

22 A. Not that I am aware of at this point.

23 Q. Okay. Now, the second bullet point says that Ms. Rowe
24 advises strategic customers such as advising Goldman Sachs on
25 their CTL, consolidated trade ledger, adoption of Spanner by

NAJVR0W5

Florissi - Direct

1 all business in capital markets as a trading platform,
2 replacing their dependency on SecDB. That was a mouthful.

3 Can you tell us what is a consolidated trade ledger?

4 A. I am not as deep into the concept, but I believe it's the
5 idea that you have -- you can think of a ledger as a
6 spreadsheet. And the idea is how you consolidate trading. And
7 the idea here would be to use a technology that Google has as a
8 database called Spanner, highly scalable, highly efficient, as
9 the medium to store, represent, transact the consolidated
10 traded ledger.

11 Q. Okay. Ms. Rowe --

12 MR. GAGE: You can take off the highlighting, Jean.

13 Q. Ms. Rowe testified concerning a recent Goldman Sachs deal.

14 Are you familiar with Google signing a recent big deal
15 with Goldman Sachs?

16 A. Yes, I am familiar. It's what we call, like, a new commit.
17 Basically, they signed up to -- they committed to spend more on
18 Google Cloud.

19 Q. And was Ms. Rowe the only person responsible for that?

20 A. No. There is always a large team in these large
21 committees. We got an email that had several names, maybe 20
22 names, in the email.

23 Q. The next bullet down, if we could go to -- Ulku advised the
24 climate risk analytics project.

25 You had mentioned that a short while ago. What's your

NAJVR0W5

Florissi - Direct

1 understanding of Ms. Rowe's contribution to the climate risk
2 analytics project?

3 A. That she edifies the team. At that point, I didn't have
4 any artifact. But during the process of performance review, a
5 manager can issue what is called a manager request feedback,
6 MRF. And this is a process where not only the team member, but
7 also the manager can reach out electronically to other members
8 of Google and ask for feedback.

9 Have you collaborated with this person in this
10 project? What is your feedback?

11 Ulku had suggested -- and I thought it was a great idea
12 -- to reach out to another OCTO colleague who leads the climate
13 risk project. It could say is he's emerging theme, even though
14 it didn't go through the whole process. But it's the area that
15 he is leading. This is the project that he is leading, the
16 initiative that he is leading.

17 So I reached out to Jeff. And Jeff wrote a paragraph
18 that -- a very nice paragraph saying that Ulku had indeed
19 participated in the meetings and she had influenced the
20 direction of the project in a positive way.

21 Q. And who is leading that project, the climate risk analytics
22 project?

23 A. It's another OCTO technical director.

24 Q. And what's that person's name?

25 A. Jeff Sternberg.

NAJVR0W5

Florissi - Direct

1 Q. Okay. Now, you indicated that you gave Ms. Rowe this
2 review in or about February or March of 2023. And I see down
3 towards the bottom the rating is significant impact. Where is
4 significant impact on the rating scale?

5 A. It's three. So it goes from one to five, and it's three.

6 Q. Okay. So it's right in the middle?

7 A. Right in the middle.

8 Q. Now, you earlier described that in November of 2022, you
9 had concerns and you had a support check-in with Ms. Rowe about
10 her progress and her performance. How did you go from
11 believing that, to giving her a three out of five, a
12 significant impact, in February or March?

13 A. Number one, the climate risk where she had expectation to
14 spend 40 percent of the time with the MRF, the managed review
15 feedback. I had at least a paragraph from another OCTO lead --
16 even though I didn't have any artifact, I had a paragraph from
17 another OCTO lead that she had influenced the direction. And
18 you could ask, does that cover 40 percent of the time? I gave
19 her the benefit of the doubt and I said I will consider
20 significant impact here on the emerging theme.

21 I saw that the document she had created in January,
22 which reflected some thoughts on trusted AI, was a response to
23 the conversation we had had in November. And I took that as
24 a -- in good faith and I said, you know, I -- I am going to be
25 generous and I'm going to give a significant impact and we are

NAJVROW5

Florissi - Direct

1 going to move forward.

2 Q. Okay. I'd like to show you another document, and this is
3 Plaintiff's Exhibit 134.

4 MR. GAGE: And this is the last two pages, Jean.

5 Q. At the time you delivered Ms. Rowe's performance review,
6 did you also tell --

7 MS. GREENE: Objection, your Honor.

8 Outside the scope.

9 THE COURT: We're going to have to have a
10 conversation.

11 (Continued on next page)

12

13

14

15

16

17

18

19

20

21

22

23

24

25

NAJVR0W5

Florissi - Direct

1 (At sidebar)

2 THE COURT: What I allowed is questions regarding the
3 nature of plaintiff's work and her performance and
4 Ms. Florissi's management. I am struggling to see how her
5 performance review doesn't come in. Is that your objection?

6 MS. GREENE: No. The document that went on the
7 screen, I believe, was compensation information, which is
8 clearly outside of your Honor's ruling, which said that
9 plaintiff's conversation is not --

10 THE COURT: That is correct.

11 MR. GAGE: Well, it was delivered to her as a result
12 of the evaluation of her performance. This is a pay case. The
13 reason she got paid what she was paid were the performance
14 rating that she received, that's the reason your Honor allowed
15 her to testify.

16 THE COURT: Okay. But I did say she may not be called
17 to testify about plaintiff's compensation. You're not going to
18 ask her any questions about the compensation.

19 MS. GREENE: Your Honor, though he's not established
20 that she had anything to do with setting the compensation and
21 he's now showing the document to the witness. That is squarely
22 within what your Honor ruled he may not ask her about. He can
23 ask her about her performance score. He's asked her about her
24 performance score. He could ask her what her understanding is
25 as to how the performance score impacts compensation. But

NAJVROW5

Florissi - Direct

1 going beyond that into her actual compensation is exactly what
2 your Honor prohibited in your ruling. And he flagrantly
3 disregarded that, put up a compensation document.

4 MR. GAGE: A, the document is already in evidence, the
5 jury has seen it already. B, I have absolutely made the
6 connection between the two things. Mr. Humez testified that
7 the compensation is algorithmically determined based upon the
8 performance rating given by -- I'll move on, your Honor. I was
9 not intending to flout your Honor's order. I thought this was
10 connected. I frankly hadn't looked at your Honor's order in a
11 few days.

12 THE COURT: I have it right here on my phone.

13 MR. GAGE: I noticed that. I will move on.

14 THE COURT: Check it once, check it twice.

15 MR. GAGE: I will move on.

16 MS. GREENE: Thank you.

17 (Continued on next page)

18
19
20
21
22
23
24
25

NAJVROW5

Florissi - Direct

1 (In open court)

2 BY MR. GAGE:

3 Q. Ms. Florissi, I want to fast forward to the end of June.

4 Did you have a conversation, another conversation,
5 with Ms. Rowe at the end of June concerning her performance?

6 A. Yes, we had the check-in. It was not just with Mrs. Rowe.
7 I had check-in conversation with every single team member of
8 the team individually.

9 Q. Okay. At the end of June?

10 A. Yeah, it's at the end of the second quarter of the year.

11 Q. Okay. Can you describe for the ladies and gentlemen of the
12 jury what you said to Ms. Rowe at that check-in at the end of
13 June?

14 A. At the end of June, we go through each one of the
15 expectations for the year that were set out by Mrs. Rowe.

16 So for 2023, one of her expectations that she defined
17 was to evolve on the trusted AI theme. One expectation, of
18 course, was to evolve the idea, to select a couple of customers
19 where she was going to put a proposal together on topics to
20 discuss around trusted AI, and the engage -- select and
21 potential engage with those customers on collaborative
22 innovation, on testing the ideas, on creating pilots,
23 experimenting, asking questions, discussing strategy, to
24 validate the idea or aspects of the idea.

25 Q. And had she done that, to your knowledge, by the end of

NAJVR05

Florissi - Direct

1 June?

2 A. Not at that moment. There was one customer, Lloyds, that
3 she had a call with them, and they were not at the point that
4 they were ready to test the, let's say, concepts or they didn't
5 have the time or focus or priority at that time to discuss
6 that.

7 Q. What did you expect Ms. Rowe would be doing?

8 A. At that point, given that the idea had started, let's say,
9 in September, to have additional artifacts, additional
10 documents, additional thought leadership, additional running
11 notes by meeting with other Googlers, other employees at
12 Google, other members of Google, not only Google Cloud, not
13 only within the office of the CTO, not only at Google Cloud,
14 but at Google at large on the topic.

15 Q. And at that point, how many artifacts, how many documents
16 had you seen from Ms. Rowe regarding her emerging theme idea?

17 A. In addition to the document that I received in January,
18 there was another document that Mrs. Rowe -- or Google actually
19 collaborated with another OCTO member, the OCTO member that I
20 had mentioned before that was working on responsible AI. And
21 it was a very nice collaboration partnership between the two of
22 them, and they created another document in February.

23 Q. After this check-in that you had with Ms. Rowe at the end
24 of June, did you have a team meeting scheduled for the
25 following week?

NAJVR0W5

Florissi - Direct

1 A. The following week was, I believe, 4th of July. So we had
2 a meeting the week after.

3 Q. Okay. And did Ms. Rowe attend that meeting?

4 A. No. I received an email, I believe it was early that
5 morning, that -- from Ulku saying that she was not feeling
6 well; that she probably wouldn't come Tuesday and Wednesday.

7 Q. And when was -- what was the next you heard from Ms. Rowe?

8 MS. GREENE: Objection.

9 Your Honor, may I have a sidebar?

10 (Continued on next page)

NAJVR0W5

Florissi - Direct

1 (At sidebar)

2 MS. GREENE: Ms. Rowe is out on a medical leave, an
3 approved medical leave related to short-term disability
4 benefits. Ms. Rowe knows that Mr. Gage knows this. We
5 discussed ahead of time it's a protected leave. She had to go
6 out unexpectedly and has been out since.

7 I had Mr. Gage's assurances that he was not going to
8 bring this up at trial for, one, it's protected under other
9 laws like the FMLA and the New York City Human Rights Law
10 regarding disabilities. And so I'm very concerned, because the
11 next things that happened after this was Ms. Rowe giving
12 notification that she was going to be out.

13 And I wanted to get to it before the testimony came in
14 because this is -- this is very sensitive medical information.
15 He's aware of the nature and the reason for her absence; and
16 it's not something that should be brought into issue in this
17 case. And if it were, it could rise to a separate legal claim.
18 But mostly, I'm just -- it's not an issue and I have his
19 assurances that it's not going to come up and I want to make
20 sure that's the case.

21 THE COURT: All right. Mr. Gage.

22 MR. GAGE: Two things in response.

23 I'm absolutely not going to ask about any protected
24 medical leave. If you want, your Honor, to get to the precise
25 dates, but Ms. Rowe did not ask for a medical leave until, I

NAJVR05

Florissi - Direct

1 believe it was, August. I am simply -- I'm asking the witness
2 about a communication that she received from Ms. Rowe that has
3 absolutely nothing to do with the medical leave.

4 THE COURT: Okay. How are you going to ensure that --

5 MR. GAGE: The witness knows -- she -- first of all,
6 I'm sorry for interrupting, your Honor. But the witness knows
7 absolutely nothing about any protected medical information.

8 THE COURT: She must know that Ms. Rowe is out on
9 leave though.

10 MR. GAGE: She knows that in August she received
11 another communication from Ms. Rowe -- or from the benefits
12 department saying she had applied to be out of work. I'm not
13 going anywhere near that. (Indiscernible) anywhere not to go
14 near that.

15 THE COURT: She does.

16 MR. GAGE: Let me finish.

17 I am going nowhere near that, your Honor. There are
18 things that Ms. Rowe wrote in this email that speak to how she
19 sees her job and how she sees what she needs to be doing. And
20 I am almost done with my questioning. I am not going beyond
21 that point in time, going nowhere near August, because I'm
22 not -- I don't plan on asking anything about medical leave.

23 MS. GREENE: Two points of clarification:

24 One, I don't believe there's been any documents marked
25 with respect to Ms. Florissi, and I'm not sure what

NAJVR0W5

Florissi - Direct

1 communications you're referring to. Is it an exhibit that
2 you're intending to show?

3 MR. GAGE: I don't have an exhibit. I'm asking her
4 about her memory.

5 MS. GREENE: But prior to Ms. Rowe's leave, she was
6 absent for six weeks. That then was the basis for that, so
7 that time period where she let her know that I'm going out, I'm
8 not -- I'm going to be out is also part of what precipitated
9 that protective leave, and that's the part that she shouldn't
10 be asked about. Because ultimately it was established that it
11 was part of a medical leave due to a disability. And it's not
12 something -- so I just want to make sure he's not going there
13 because --

14 MR. GAGE: I just said I'm not going there.

15 THE COURT: Okay. But you're going to have to -- and
16 you can even say this, you're going to have to narrowly focus
17 her on this couple of days --

18 MR. GAGE: I am, your Honor.

19 THE COURT: -- or have the exhibit or whatever.
20 Because you need to make sure that she doesn't start going down
21 that road herself.

22 MR. GAGE: She is absolutely not going down that path.

23 THE COURT: Okay.

24 MR. GAGE: Here's what counsel doesn't want the jury
25 to hear, your Honor. I'll tell you what the witness is going

NAJVR0W5

Florissi - Direct

1 to say. She's going to say that Ms. Rowe told her, I'm taking
2 the next six weeks off. I'm not working on anything urgent.

3 And I'm going to ask her whether she was I working on
4 anything urgent. And she's going to talk about the urgency of
5 the various projects, and then move on to a different topic.

6 THE COURT: If that's what she said at the time,
7 that's fair game.

8 MR. GAGE: That's absolutely what she said at the
9 time.

10 MS. GREENE: Your Honor, she was going out, she was
11 not under obligation to --

12 THE COURT: Why did she say that?

13 MS. GREENE: Because she was going out on leave.

14 MR. GAGE: She did not mention anything, your Honor.

15 MS. GREENE: She wasn't required to mention that she
16 was going out.

17 MR. GAGE: Let me explain the timeline.

18 MS. GREENE: In order to defend herself, she's going
19 to have to come in now and establish why she went -- in June
20 why she went out on leave and the supporting documents that
21 came in later. My client, in order to rebut what is testimony
22 about her leaving work unexpectedly is going to have to defend
23 herself by bringing in her medical records, which is not at
24 issue in this case and which is exactly what Mr. Gage told me
25 he was not going to ask her about.

NAJVR0W5

Florissi - Direct

1 MR. GAGE: And I'm not. This is the timing. We were
2 scheduled to start trial in August. She was taking six weeks
3 off right leading up to the trial. She said absolutely nothing
4 about a medical leave.

5 After your Honor continued the trial for October, she
6 didn't come back to work. And then sometime, I believe it was,
7 in August, after you continued the trial, she applied for
8 medical leave. There's a clear marker as to when she applied
9 for a medical leave. She did not apply for a medical leave.
10 This is a communication that is directly relevant to how
11 Ms. Rowe sees her job, and it's absolutely relevant. It
12 doesn't require her -- she could take the stand and explain why
13 she doesn't think it's urgent.

14 THE COURT: Do you have your agreement in writing?

15 MS. GREENE: There's an email exchange and I will find
16 it. I will just note that Google does not require
17 documentation for a six-week leave. But for my client to come
18 up and have to be able to say that it was on recommendation
19 from her doctor that she took time off because of -- I'm very
20 upset that I even have to put this on the record.

21 THE COURT: We're not going there.

22 MS. GREENE: That is outside of what this case is
23 about, and it makes an improper inference. It's highly
24 prejudicial to my client. It's harassment, when he knows the
25 outcome.

NAJVR0W5

Florissi - Direct

1 MR. GAGE: That is nonsense. That is absolute
2 nonsense. That is absolute nonsense.

3 THE COURT: Okay. Two issues: One, I'm not familiar
4 with the document, so I have to go look at it. Two, I want to
5 see her agreement. Three, I'm not sure what we're going to do
6 with the witness and the jury while we sort this out. It's
7 going to take a few minutes.

8 MR. GAGE: How about if I just change my question. I
9 don't want to waste the jury's time on this. How about if I
10 just ask, did Ms. Rowe say anything to you to indicate whether
11 she thought she had an urgent project?

12 THE COURT: I think that works.

13 MR. GAGE: How about that?

14 I am absolutely not going --

15 MS. GREENE: As long as the witness --

16 MR. GAGE: Honestly.

17 MS. GREENE: If that's what you're asking, I don't
18 care. I just want to make sure the witness doesn't expound and
19 talk about the circumstances.

20 THE COURT: If she starts doing that, I'm going to cut
21 her off.

22 MR. GAGE: No, let me tell you. First of all, she
23 doesn't know about this conversation, so I don't know
24 whether -- but if I ask that direct question, it certainly
25 minimizes it.

NAJVROW5

Florissi - Direct

1 I have zero reason to believe that the six weeks she
2 took off had anything to do with her medical leave. You asked
3 me not to go there. I agreed not to go there. And I
4 understood that she applied for medical leave in August, and
5 she's out until whatever, November or something like that.
6 That's all I know. I don't know anything about the health
7 information. I was going nowhere near that.

8 MS. GREENE: Okay. Well, that's why I'm saying if
9 you're asking her for whether Ms. Rowe communicated there was
10 anything urgent, I mean, it's hard to divorce that from the
11 context in which that came up. It was Ms. Rowe's --

12 MR. GAGE: She can testify about that.

13 MS. GREENE: Ms. Rowe is going to have to say I had to
14 unexpectedly go out on a leave. And so I communicated to her
15 to say, I'm unexpectedly going out on a leave. There's nothing
16 urgent. Ms. Florissi asked her to provide an update, a status
17 update, which she did.

18 MR. GAGE: That's not what the witness is going to
19 say.

20 MS. GREENE: That's what the document says. But to
21 establish all of this is going into an area that's irrelevant
22 to this.

23 MR. GAGE: It's absolutely relevant.

24 MS. GREENE: Not as to her performance, as to her --

25 THE COURT: I need to look at the document and I want

NAJVROW5

Florissi - Direct

1 to see your agreement.

2 MR. GAGE: Which document, your Honor?

3 THE COURT: Weren't you about to put up a document?

4 MR. GAGE: No. I said I'm not going to put up a
5 document. I'm not going to put up a document.

6 MS. GREENE: Your Honor, I would have moved *in limine*
7 or before, having not had a representation from Mr. Gage that
8 we were not going to go there.

9 MR. GAGE: Had you told me --

10 THE COURT: The scope of where you weren't going to go
11 is what's important here.

12 MR. GAGE: Absolutely.

13 MS. GREENE: It's the leave.

14 MR. GAGE: It's the medical leave.

15 MS. GREENE: It's six weeks is also part of her
16 medical leave, whether it's the benefit period or not.

17 MR. GAGE: I had no reason to know that and I still
18 have no reason to know that.

19 MS. GREENE: But you know it because I'm telling you.

20 MR. GAGE: I know she applied for medical leave.

21 MS. GREENE: And so under the disability laws, under
22 Google's policies, the fact that the benefits started at a
23 certain point doesn't mean that the time before it also does
24 not --

25 MR. GAGE: I don't want to waste the jury's time. I

NAJVR0W5

Florissi - Cross

1 will move on.

2 (In open court)

3 BY MR. GAGE:

4 Q. Ms. Florissi, I've got some different questions for you.

5 In the entire time that you have been managing
6 Ms. Rowe, have you expected anything of Ms. Rowe that is not
7 expected of others on your team?

8 A. No, I have not.

9 Q. Ms. Florissi, have you in any way treated Ms. Rowe more
10 harshly because of this lawsuit?

11 A. Not at all. If anything, I have been very careful and very
12 understanding.

13 MR. GAGE: No further questions, your Honor.

14 CROSS-EXAMINATION

15 BY MS. GREENE:

16 Q. Hello, Ms. Florissi.

17 A. Good afternoon.

18 Q. I just have a few questions for you.

19 You first learned about this lawsuit in April 2022;
20 correct?

21 A. Correct.

22 Q. And sometime before the check-in meeting you had with
23 Ms. Rowe, you met with internal counsel at Google about her
24 case; correct?

25 A. Not about her case, about the fact that I thought she

NAJVR0W5

Florissi - Cross

1 needed a support check-in.

2 Q. And that was -- you had to handle it carefully because of
3 her case; correct?

4 A. Correct.

5 Q. And you made very -- you made sure to have careful
6 documentation because of Ms. Rowe's lawsuit; correct?

7 A. Not only because of her lawsuit. When you give a support
8 check-in, you have to collect information to make sure that all
9 the process is followed.

10 Q. Now, prior to that support check-in meeting, you had never
11 told Ms. Rowe that you wanted the "artifacts"; correct?

12 A. I never -- correct. At the Level 8 technical director in
13 the office of the CTO is expected to produce artifacts.

14 Q. Do you know whether Ms. Rowe wasn't producing artifacts or
15 was it just that you hadn't seen them?

16 A. If she produced the artifacts, she never shared them with
17 me.

18 Q. But prior to that check-in, you had never told her that you
19 wanted or expected her to share them with you; correct?

20 A. I didn't think I have to; correct.

21 Q. Now, the technical director role, you were asked about the
22 OKRs. The OKRs have been set each year, but the technical
23 director position is still the technical director position;
24 correct?

25 A. To the best of my understanding is a technical director

NAJVR0W5

Florissi - Cross

1 position to deliver against the OKRs. Google has OKRs at every
2 level: At the company level, at the business product areas
3 level, at the business level. And they are set every year. So
4 everybody within their role perform or execute, focus their
5 activities to deliver against those OKRs.

6 Q. And technical directors are expected to be self-directed in
7 their role at the Level 8 and above; correct?

8 A. Correct.

9 Q. After you asked Ms. Rowe for artifacts, she provided them
10 to you; correct?

11 A. She provided two artifacts. One, which is the paper on the
12 trusted AI; and the other one in February with another OCTO
13 member also on the same topic.

14 Q. Now, that trusted AI paper, do you recall how many pages
15 that was?

16 A. Maybe around 30 pages or so, to the best of my recollection
17 here.

18 Q. Right. So 30 pages. And that would have -- in order to be
19 able to write and produce a paper of 30 pages, it would have
20 required quite a bit of research, background, investigation;
21 correct?

22 A. Correct. However, the paper that was produced in February,
23 it was in partnership with another OCTO member that had already
24 been working on -- on the area as well.

25 Q. And who was that other partner, that other OCTO director?

NAJVR0W5

Florissi - Redirect

1 A. Latta Suzuki.

2 Q. And did you speak with Ms. Suzuki about what Ms. Rowe's
3 contributions to that paper were?

4 A. No, I did not.

5 Q. Ms. Rowe received the same performance rating as you for
6 2021; correct?

7 A. That's correct.

8 Q. And in fact, about -- this was a redesign of Google's
9 performance systems; correct?

10 A. Correct.

11 Q. And what percentage of Googlers at least in OCTO fell
12 within the same category you were in?

13 A. I don't know for sure, but a greater majority, I would say.
14 The greater majority falls in the middle.

15 Q. So Ms. Rowe's performance then is consistent with the
16 performance of most of the technical directors in OCTO,
17 correct, including yourself?

18 A. Correct.

19 MS. GREENE: No further questions.

20 MR. GAGE: Just a couple questions, Judge.

21 THE COURT: Okay.

22 REDIRECT EXAMINATION

23 BY MR. GAGE:

24 Q. Ms. Florissi, since you've been a manager in OCTO, have you
25 explicitly told other members of your team that they need to

NAJVR0W5

Florissi - Redirect

1 produce artifacts?

2 A. Not until after the support check-in that I had with
3 Mrs. Rowe. Then I started adding to the team meeting notes
4 that, Hey, just a reminder that we expect to see artifacts,
5 even though I had many artifacts from everyone.

6 Q. I'm sorry, you said you had many artifacts from everyone?

7 A. Yes, many.

8 Q. What was the volume of artifacts you had from other members
9 of your team relative to the two you've gotten from Ms. Rowe?

10 A. We are very, very, I would say, productive team from that
11 perspective. That, I don't know, at least four or five a month
12 that I get from others, that are also very active documents,
13 like running notes, that is a custom that every time you attend
14 a meeting or you have a meeting with a customer or a meeting
15 with other engineers, we are very active in taking notes, so
16 there are plenty.

17 Q. Has anyone ever specifically told you, you need to create
18 artifacts?

19 A. Never.

20 Q. Do you still do it?

21 A. I -- I -- every single day.

22 Q. Thank you. No other questions, your Honor.

23 MS. GREENE: No questions.

24 THE COURT: Ms. Florissi, you are excused.

25 THE WITNESS: Thank you.

NAJVVROW5

1 THE COURT: Thank you.

2 (Witness excused)

3 THE COURT: Mr. Gage?

4 MR. GAGE: Your Honor, Google rests its case.

5 THE COURT: All right. All right. And we are going
6 with the plan that we're going to segue to tomorrow morning;
7 correct, with --

8 MS. GREENE: Correct, your Honor.

9 THE COURT: Okay. So members of the jury, you are
10 excused for the day. You will come back tomorrow morning and
11 you will -- you'll hear closing arguments by both sides. Then
12 I will charge you, which means I will give you additional
13 instructions for you to keep in mind while you deliberate. And
14 then you will -- the case will go to you and you will
15 deliberate. So we are finally at that point.

16 I would ask that you not speak with anyone while
17 you're away from here about the case, not each other, not
18 anyone else. Please don't do any research about the case.

19 Also, today I have noticed several of you diligently
20 taking notes. So I just want to remind you those notes must
21 stay in the jury room overnight; you may not take them with
22 you. If you would come back -- come back at -- be here at 8:45
23 tomorrow, to begin at 9. That would be great. And that's all.

24 (Jury not present)

25 (Continued on next page)

NAJHRow6

1 THE COURT: So we will have the charging conference
2 early in the morning tomorrow. What did I just tell them, come
3 at —

4 MR. GAGE: Come at 8:45.

5 THE COURT: To begin at 9:00. Why don't we convene in
6 here at 8:15. You will get the drafts, obviously, before then
7 to review.

8 Yes, Ms. Greene.

9 MS. GREENE: I was just going to ask if we'll get the
10 drafts this evening.

11 THE COURT: I don't know. The thing is that overnight
12 the last two nights we were tied up with applications and
13 objections that needed to be resolved, so we are not where I
14 thought we might be at this point with the charges. So we're
15 working on them as quickly as we can.

16 MS. GREENE: Understood.

17 THE COURT: No more applications coming?

18 MS. TOMEZSKO: Not on our end.

19 MS. GREENE: Not from us, your Honor.

20 MR. GAGE: Just a question.

21 THE COURT: Yes.

22 MR. GAGE: Will it also include the verdict form that
23 your Honor proposed?

24 THE COURT: Yes, it will.

25 All right. I guess that's it for now, and I hope you

NAJHRow6

1 enjoy the additional time today. I'll see you in the morning.

2 (Adjourned to October 20, 2023, at 8:15 a.m.)

INDEX OF EXAMINATION

Examination of:	Page
CHRIS HUMEZ	
Direct By Mr. Gage . . . . .	.1148
Cross By Ms. Greene . . . . .	.1159
Redirect By Mr. Gage . . . . .	.1163
KRISTA CALLAGHAN	
Direct By Ms. Tomezsko . . . . .	.1165
Cross By Mr. Chiarello . . . . .	.1175
BRIAN STEVENS	
Direct By Mr. Gage . . . . .	.1179
Cross By Ms. Greene . . . . .	.1219
Redirect By Mr. Gage . . . . .	.1226
MELISSA LAWRENCE	
Direct By Ms. Tomezsko . . . . .	.1228
Cross By Ms. Greene . . . . .	.1250
KIRSTEN MARIE KLIPHOUSE	
Direct By Ms. Tomezsko . . . . .	.1253
Cross By Ms. Greene . . . . .	.1264
PATRICIA FLORISSI	
Direct By Mr. Gage . . . . .	.1272
Cross By Ms. Greene . . . . .	.1305
Redirect By Mr. Gage . . . . .	.1308